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(71) Applicant: **AMGEN INC.** [US/US]; One Amgen Center  
Drive, Thousand Oaks, CA 91320-1799 (US).

(72) Inventors: **FOTSCH, Christopher, H.**; 533 Timberwood  
Avenue, Thousand Oaks, CA 91360 (US). **ARASAS-  
INGHAM, Premilla**; 2794 Limestone Drive, Thousand  
Oaks, CA 91362 (US). **BO, Yunxin**; 419 Calle Veracruz,  
Thousand Oaks, CA 91320 (US). **CHEN, Ning**; 2342  
Gillingham Circle, Thousand Oaks, CA 91362 (US).  
**GOLDBERG, Martin, H.**; 6220 Owensmouth Avenue,  
#360, Woodland Hills, CA 91367 (US). **HAN, Nianhe**;  
2217 Rutland Place, Thousand Oaks, CA 91362 (US).  
**HSIEH, Feng-Yin**; 3127 La Casa Court, Thousand Oaks,  
CA 91362 (US). **KELLY, Michael, G.**; 790 San Doval  
Place, Thousand Oaks, CA 91360 (US). **LIU, Qingyian**;  
4631 Paseo Girasol, Camarillo, CA 93012 (US). **NOR-  
MAN, Mark, H.**; 130 Venus Street, Thousand Oaks, CA

91360 (US). **SMITH, Duncan, M.**; 2287 Fernleaf Court,  
Thousand Oaks, CA 91362 (US). **STEC, Markian**; 978  
Arrasmith Lane, Filmore, CA 93015 (US). **TAMAYO,  
Nuria**; 4394 Camino de la Rosa, Newbury Park, CA 91320  
(US). **XI, Ning**; 565 Timberwood Avenue, Thousand Oaks,  
CA 91360 (US). **XU, Shimin**; 600 Spring Road, Apt. 106,  
Moorpark, CA 93021 (US).

(74) Agents: **ODRE, Steven, M.** et al.; Amgen Inc., One Am-  
gen Center Drive, M/S 27-4-A, Thousand Oaks, CA 91320-  
1799 (US).

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(54) Title: SUBSTITUTED PIPERAZINES AS MODULATORS OF THE MELANOCORTIN RECEPTOR

(57) Abstract: Selected substituted piperazine compounds are effective for prophylaxis and treatment of diseases, such as obesity and the like. The invention encompasses novel compounds, analogs, prodrugs and pharmaceutically acceptable salts thereof, pharmaceutical compositions and methods for prophylaxis and treatment of diseases and other maladies or conditions involving activation of the melanocortin receptor. The subject invention also relates to processes For making such compounds as well as to intermediates useful in such processes.



WO 03/009850 A1

## SUBSTITUTED PIPERAZINES AS MODULATORS OF THE MELANOCORTIN RECEPTOR

## FIELD OF THE INVENTION

5           The present invention relates generally to the fields of medicinal chemistry and, more specifically, to novel compounds and their use as anti-obesity agents.

## BACKGROUND OF THE INVENTION

10           Obesity, defined as an excess of body fat relative to lean body mass, contributes to and complicates other diseases. For example, obesity substantially increases the risk of morbidity from hypertension, dyslipidemia, type 2  
15 diabetes, coronary artery disease, stroke, gallbladder disease, osteoarthritis, sleep apnea and respiratory problems, as well as cancers of the endometrium, breast, prostate and colon. As a major cause of preventable death in the United States today, obesity poses a major public  
20 health challenge.

          Overweight is defined today as a body mass index (BMI) of 25-29.9 kg/m<sup>2</sup>, and obesity is defined as a BMI  $\geq$  30 kg/m<sup>2</sup>. Over 60% of the adult population of the United States and Australia are either overweight (BMI of 25-29.9 kg/m<sup>2</sup>) or  
25 obese (BMI  $\geq$  30 kg/m<sup>2</sup>). More than 20% of adults fall into this latter category.

          The cause of obesity is quite complex and not merely the result of voluntary overeating. Rather, the differential body composition observed between obese and normal subjects  
30 results from differences in both metabolism and neurologic/metabolic interactions.

          The purpose of weight loss and weight maintenance is to reduce health risks. If weight is regained, health risks increase. A majority of patients who lose weight regain it,  
35 so the challenge to the patient and the practitioner is to maintain weight loss. Because of the tendency to regain weight after weight loss, the use of long-term medication to

- 2 -

aid in the treatment of obesity may be indicated for carefully selected patients.

The drugs used to promote weight loss are traditionally anorexiant or appetite suppressants. Three  
5 classes of anorexiants have been developed, all of which affect neurotransmitters in the brain. They may be designated as follows: (1) those that affect catecholamines, such as dopamine and norepinephrine; (2) those that affect serotonin; and (3) those that affect more than one  
10 neurotransmitter. These drugs work by increasing the secretion of dopamine, norepinephrine, or serotonin into the synaptic neural cleft, by inhibiting the reuptake of these neurotransmitters into the neuron, or by a combination of both mechanisms. Sibutramine inhibits the reuptake of  
15 norepinephrine and serotonin. Orlistat is not an appetite suppressant and has a different mechanism of action; it blocks about one-third of fat absorption.

Weight loss drugs approved by the FDA for long-term use may be useful as an adjunct to diet and physical  
20 activity for patients with a BMI>27 who also have concomitant obesity-related risk factors or diseases. Our thinking about drug therapy has undergone radical changes over the past few years.

Of recent interest as a target has been the  
25 melanocortin receptor family. The term melanocortin ("MC") defines a family of peptide hormones that regulate diverse physiological functions through transmembrane G-protein coupled receptors. Melanocortins include melanocyte-stimulating hormones (MSH) such as  $\alpha$ -MSH,  $\beta$ -MSH and  $\gamma$ -MSH,  
30 as well as adrenocorticotrophic hormone (ACTH). The melanocortin (MC) receptors ("MCRs") are a group of cell surface proteins that mediate a variety of physiological effects, including adrenal gland function, production of cortisol and aldosterone, control of melanocyte growth and

- 3 -

pigment production, thermoregulation, immunomodulation and analgesia. In the past several years, five distinct melanocortin receptor subtypes have been identified. The five MC receptors, termed MCR1, MCR2, MCR3, MCR4 and MCR5, all couple in a stimulatory fashion to cAMP. MCR1, MCR3, MCR4 and MCR5 constitute subtypes of MSH receptors. The MCRs stimulate adenylyl cyclase to generate cAMP.

The MCR1 receptor is present on melanocytes and melanoma and is involved in skin pigmentation. The MCR2 receptor is the ACTH receptor and is present predominantly in the adrenal gland. MCR2 plays a role in adrenal steroidogenesis. The mRNA for the MCR3 receptor has been found in the brain, as well as in placental and gut tissues. The MCR4 receptor has been found primarily in the brain. The MCR5 receptor is expressed in the brain, as well as in several peripheral tissues and has been implicated in exocrine gland function.

The melanocortin peptides also mediate a number of other physiological effects. They are reported to affect motivation, learning, memory, behavior, inflammation, body temperature, pain perception, blood pressure, heart rate, vascular tone, natriuresis, brain blood flow, nerve growth and repair, placental development, aldosterone synthesis and release, thyroxine release, spermatogenesis, ovarian weight, prolactin and FSH secretion, uterine bleeding in women, sebum and pheromone secretion, sexual activity, penile erection, blood glucose levels, intrauterine fetal growth, food motivated behavior, as well as other events related to parturition.

Recently, MC receptor MCR4 has been shown to function in the regulation of body weight and food intake. Early studies on mice that expressed agouti ectopically, which is a MCR4 antagonist, produced obese animals. Subsequent work has shown that MCR3 and MCR4 antagonists stimulated food



- 4 -

intake and that MCR4 knockout mice are obese. Synthetic MC4 agonist peptides that mimic melanocortins and bind to MCR4 injected into the brain, cause suppression of feeding in normal and mutant obese mice. Targeted disruption of MCR4 causes mice to develop a maturity onset of obesity associated with hyperphagia, hyperinsulinemia and hyperglycemia (Huszar et al., supra). Stimulation of the MC4 receptor by an endogenous ligand,  $\alpha$ -MSH, produces a satiety signal and may be the downstream mediator of the leptin signalling pathway. These results indicate that the brain MC receptor MCR-4 functions in regulating food intake and body weight and is a promising target in the treatment of obesity. It is believed that by providing potent MC-4 receptor agonists, appetite may be suppressed and weight loss benefits may be achieved. See J. Wikberg, Eur. J. Pharm., 375, 295-310 (1999).

Melanotan II (MTII) is an  $\alpha$ -MSH peptide superagonist for MCR4. (M. Hadley et al., Discovery and Development of Novel Melanogenic Drugs, Integration of Pharmaceutical Discovery and Development: Case Studies, Borchardt et al., ed., Plenum Press, New York 1998). Other cyclic and linear  $\alpha$ -MSH peptides also have been studied. See, for example, C. Haskell-Luevano et al., J. Med. Chem., 40, 2133-39 (1997); H. Schiöth et al., Brit. J. Pharmacol, 124, 75-82 (1998); H. Schiöth et al., Eur. J. Pharmacol., 349, 359-66 (1998); M. Hadley et al., Pigment Cell Res., 9, 213-34 (1996); M. Bednarek et al., Peptides, 20, 401-09 (1999); and U.S. Patent Nos. 6,054,556, 6,051,555 and 5,576,290.

WO98/11128, published 19 March 1998, describes phenylalanine derivatives.

WO00/78317, published 28 December 2000, describes piperidine derivatives as integrin receptor antagonists. EP1086947, published 29 August 2000, describes piperidine compounds as agonists and antagonists for the SST receptor.

- 5 -

WO00/35874, published 22 June 2000, describes arylpiperidine compounds as intermediates for the preparation of 5HT1A agonists and antagonists. WO00/35875, published 22 June 2000, describes arylpiperidine compounds as intermediates  
5 for the preparation of 5HT1A agonists and antagonists. WO00/25786, published 11 May 2000, describes substituted piperidines as potassium channel inhibitors. United States Patent No. 5,518,735, issued May 21, 1996, describes  
10 phenylalanine derivatives which prevent coagulation or thrombosis. WO97/19908, published 5 June 1997, describes phenylalanine derivatives as fungicides. WO97/49673, published 31 December 1997, describes phenylalanine derivatives as thrombin inhibitors.

WO95/34311, published 21 December 1995, describes  
15 substituted piperazine compounds as growth hormone releasing agents. US Patent No. 5,681,954, issued Oct. 28, 1997, describes substituted piperazines as inhibitors of calmodulin. WO97/03060, published 30 January 1997,  
describes piperazine derivatives as cysteine protease  
20 inhibitors. US Patent No. 6,057,290, issued May 2, 2000, describes piperazine derivatives as cysteine protease inhibitors. WO97/19919, published 5 June 1997, describes sulfonamides as having anti-thrombin activity. US Patent No. 5,244,895, issued Sept. 14, 1993, describes piperazine  
25 derivatives as antiulcer agents. EP 513691, published 31 July 1996, describes piperazine derivatives as antiulcer agents. US Patent No. 5,244,895, issued Sept. 14, 1993, describes sulfonamides having smooth muscle relaxation activity. WO94/05693, published 17 March 1994, describes  
30 piperazinyl-phenylalanine derivatives as tachyquinine antagonists. J. Sturzebecher et al. J. Enzyme Inhib., 9, 87-99 (1995), describes piperazinyl-phenylalanine derivatives as thrombin inhibitors. M. Böhm et al. J. Med. Chem., 42, 458-77 (1999), describes piperazinyl-

- 6 -

- phenylalanine derivatives as thrombin inhibitors. J. Sturzebecher et al., J. Med. Chem., 40, 3091-99 (1997), describes piperazinyl-phenylalanine derivatives as thrombin inhibitors. H. Sakamoto, et al. Pept. Chem., 27, 375-8
- 5 (1989) describes piperazinyl-phenylalanine derivatives as chymotrypsin inhibitors. H. Sakamoto, et al., Bull. Chem. Soc. Jpn., 64, 2519-23 (1991) describes piperazinyl-phenylalanine derivatives as chymotrypsin inhibitors. G. Wagner, et al., Pharmazie, 36, 597-603 (1981), describes
- 10 piperazinyl-phenylalanine derivatives as serine protease inhibitors. E.J. Jacobsen et al. J. Med. Chem., 42, 1525-36 (1999) describes thiazolyl ureas as stromelysin inhibitors. WO97/40031, published 30 October 1997, describes thiazolyl ureas as metalloprotease inhibitors.
- 15 WO01/10842, published 15 February 2001, describes melanocortin receptor binding compounds. WO99/64002, published 16 December 1999, describes spiropiperidines as melanocortin receptor agonists. WO00/74679, published 14 December 2000, describes piperidine compounds as
- 20 melanocortin receptor agonists.

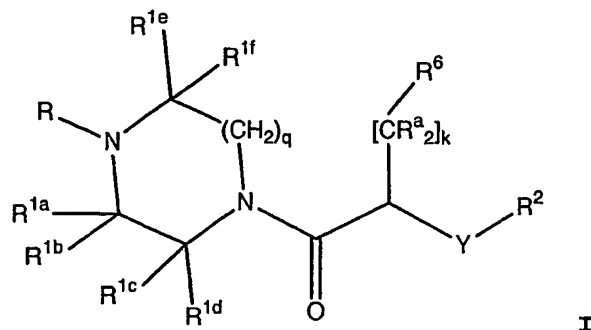
However, compounds of the current invention have not been described as inhibitors of MCRs such as for the treatment of obesity.

- 7 -

## DESCRIPTION OF THE INVENTION

A class of compounds useful in treating obesity is defined by Formula I

5



wherein Y is -NH-, -CH<sub>2</sub>-, or -O-;

preferably -NH- or -CH<sub>2</sub>-;

10 more preferably -NH-;

wherein R is selected from

- a) alkyl,
- b) -(CH<sub>2</sub>)<sub>n</sub>-cycloalkyl,
- c) -(CH<sub>2</sub>)<sub>n</sub>-aryl, and
- 15 d) -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl;

wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from R<sup>4</sup>; the heterocyclyl group is optionally substituted with 1 to 3 groups selected from R<sup>4</sup> and oxo; and the alkyl group

20 is optionally substituted with 1 to 3 groups selected from R<sup>5</sup>;

preferably selected from

- a) -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-8</sub>-cycloalkyl,
- b) -aryl,
- 25 c) unsubstituted benzyl, and
- d) -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl;

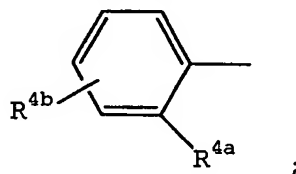
wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected

- 8 -

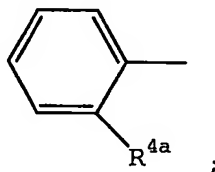
from  $R^4$ ; and the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo;

5 more preferably wherein R is phenyl; wherein R is optionally substituted with 1 or 2 groups selected from  $R^4$ ;

even more preferably



of particular importance



10

wherein  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are independently selected from  $R^4$ ; or wherein  $R^{1a}$  and  $R^{1b}$ , or  $R^{1d}$  and  $R^{1c}$  form oxo; or wherein  $R^{1e}$  and  $R^{1c}$  form an alkylenyl or alkenylenyl bridge; or wherein  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ , and  $R^{1d}$  together with the piperazine ring forms an optionally substituted 1,2,3,4-tetrahydro-quinoxaliny ring;

15

preferably  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are

independently selected from  $R^4$ ; or wherein  $R^{1a}$  and  $R^{1b}$  or  $R^{1d}$  and  $R^{1c}$  form oxo; or wherein  $R^{1e}$  and  $R^{1c}$  form an  $C_{1-4}$ -alkylenyl or  $C_{2-4}$ -alkenylenyl bridge; or wherein  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ , and  $R^{1d}$  together with the piperazine ring forms an optionally substituted 1,2,3,4-tetrahydro-quinoxaliny ring;

20

more preferably  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are

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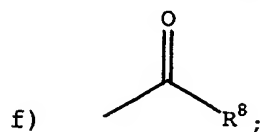
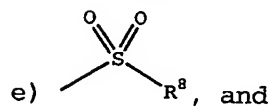
independently selected from  $R^4$ ; or wherein  $R^{1a}$  and  $R^{1b}$  or  $R^{1d}$  and  $R^{1c}$  form oxo;

even more preferably  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are H;

- 9 -

wherein  $R^2$  is selected from

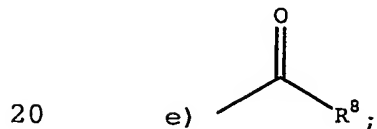
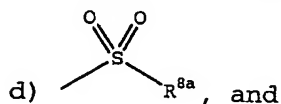
- a) alkyl,  
 b)  $-(CH_2)_n$ -cycloalkyl,  
 c)  $-(CH_2)_n$ -aryl,  
 5 d)  $-(CH_2)_n$ -heterocyclyl,



wherein the cycloalkyl and aryl groups are optionally  
 10 substituted with 1 to 3 groups selected from  $R^4$ ; the  
 heterocyclyl group is optionally substituted with 1 to 3  
 groups selected from  $R^4$  and oxo; and the alkyl group is  
 optionally substituted with 1 to 3 groups selected from  
 $R^5$ ;

15 preferably selected from

- a)  $-(CH_2)_n$ - $C_{3-8}$ -cycloalkyl,  
 b)  $-(CH_2)_n$ -aryl,  
 c)  $-(CH_2)_n$ -4-10-membered heterocyclyl,

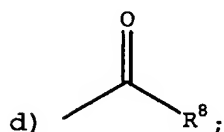


wherein the cycloalkyl and aryl groups are optionally  
 substituted with 1 to 3 groups selected from  $R^4$ ; and the  
 heterocyclyl group is optionally substituted with 1 to 3  
 25 groups selected from  $R^4$  and oxo;

more preferably selected from

- a)  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,

- 10 -

b)  $-(\text{CH}_2)_n\text{-phenyl}$ ,c)  $-(\text{CH}_2)_n\text{-5-10-membered heterocyclyl}$ , and

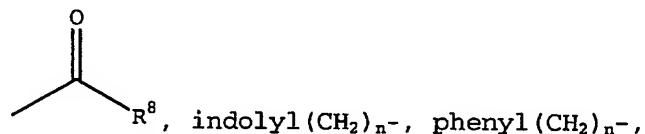
wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $\text{R}^4$ ; and the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $\text{R}^4$  and oxo;

even more preferably selected from

a)  $-(\text{CH}_2)_n\text{-C}_{3-6}\text{-cycloalkyl}$ ,b)  $-(\text{CH}_2)_n\text{-phenyl}$ , andc)  $-(\text{CH}_2)_n\text{-6-10-membered heterocyclyl}$ ;

wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 2 groups selected from  $\text{R}^{4b}$ ; and the heterocyclyl group is optionally substituted with 1 to 2 groups selected from  $\text{R}^{4b}$  and oxo;

of particular importance  $\text{R}^2$  is selected from



benzoxazolyl  $(\text{CH}_2)_n\text{-}$ , oxazolo[4,5-b]pyridyl  $(\text{CH}_2)_n\text{-}$ , oxazolo[5,4-b]pyridyl  $(\text{CH}_2)_n\text{-}$ , benzoxazolyl  $(\text{CH}_2)_n\text{-}$ , 1,2,3,4-tetrahydro-isoquinolyl  $(\text{CH}_2)_n\text{-}$ , pyridyl  $(\text{CH}_2)_n\text{-}$  and 2,3-dihydro-benzo[1,4]dioxanyl  $(\text{CH}_2)_n\text{-}$ ,

wherein  $\text{R}^2$  is optionally substituted with 1 to 2 groups selected from  $\text{R}^{4b}$ ;

wherein  $\text{R}^3$  is independently selected from H, halo, amino, haloalkyl, alkyl, phenyl, haloalkoxy and alkoxy; or  $\text{R}^3$  is an alkenylene bridge;

- 11 -

preferably H, halo, amino, C<sub>1-6</sub>-haloalkyl, C<sub>1-6</sub>-alkyl, phenyl, C<sub>1-6</sub>-haloalkoxy and C<sub>1-6</sub>-alkoxy; or R<sup>3</sup> is an C<sub>2-4</sub>-alkenylene bridge;

more preferably H, chloro, bromo, iodo, phenyl,  
 5 fluoro, amino, C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-haloalkyl, C<sub>1-2</sub>-haloalkoxy and C<sub>1-2</sub>-alkoxy;

even more preferably H, chloro, bromo, iodo, fluoro, amino, methyl, trifluoromethyl, trifluoromethoxy and methoxy;  
 10 of particular interest are H, chloro, bromo, amino, methyl, trifluoromethyl and methoxy;

wherein R<sup>4</sup> is selected from H, alkyl, -(CH<sub>2</sub>)<sub>n</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-aryl, -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl, halo, -(CH<sub>2</sub>)<sub>n</sub>-OR<sup>9</sup>, -NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9</sup>C(O)R<sup>7</sup>, -N(R<sup>9</sup>)<sub>2</sub>, -C(O)NR<sup>9</sup>R<sup>9</sup>, -NR<sup>9</sup>C(O)R<sup>7</sup>, -NR<sup>9</sup>CO<sub>2</sub>R<sup>7</sup>, cyano, -COOR<sup>9</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>n</sub>-C=OR<sup>7</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C=SR<sup>7</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C=(NR<sup>9</sup>)R<sup>7</sup>, -NR<sup>9</sup>C=(NR<sup>7</sup>)N(R<sup>9</sup>)<sub>2</sub>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>N(R<sup>9</sup>)<sub>2</sub>, nitro, -SO<sub>2</sub>N(R<sup>9</sup>)<sub>2</sub>, -S(O)<sub>m</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>n</sub>SO<sub>2</sub>CF<sub>3</sub>, hydroxyalkyl, haloalkyl and haloalkoxy;  
 15 preferably H, C<sub>1-6</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-aryl, -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl, halo, -(CH<sub>2</sub>)<sub>n</sub>-OR<sup>9</sup>, -NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>, -N(R<sup>9</sup>)<sub>2</sub>, -C(O)NR<sup>9</sup>R<sup>9</sup>, -NR<sup>9</sup>C(O)R<sup>7</sup>, -NR<sup>9</sup>CO<sub>2</sub>R<sup>7</sup>, nitro, cyano, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>n</sub>-C(O)R<sup>7</sup>, -C(O)OR<sup>9</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C(S)R<sup>7</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C=(NR<sup>9</sup>)R<sup>7</sup>, -NR<sup>9</sup>C=(NR<sup>7</sup>)N(R<sup>7</sup>)<sub>2</sub>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9</sup>C(O)R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>N(R<sup>9</sup>)<sub>2</sub>, -SO<sub>2</sub>N(R<sup>9</sup>)<sub>2</sub>, -S(O)<sub>m</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>n</sub>SO<sub>2</sub>CF<sub>3</sub>, C<sub>1-6</sub>-hydroxyalkyl, C<sub>1-6</sub>-haloalkyl and C<sub>1-6</sub>-haloalkoxy;

more preferably H, C<sub>1-2</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-aryl, -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl, fluoro, chloro, -(CH<sub>2</sub>)<sub>n</sub>-OR<sup>9a</sup>, -NR<sup>9a</sup>SO<sub>2</sub>R<sup>7</sup>, -NR<sup>9a</sup>R<sup>9b</sup>, -C(O)NR<sup>9a</sup>R<sup>9b</sup>, -NR<sup>9a</sup>C(O)R<sup>7</sup>, -NR<sup>9a</sup>CO<sub>2</sub>R<sup>7</sup>, cyano, nitro, -(C(R<sup>7</sup>)<sub>2</sub>)<sub>n</sub>-C(O)R<sup>7</sup>, -C(O)OR<sup>9a</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C(S)R<sup>7</sup>, -(CH<sub>2</sub>)<sub>n</sub>-C=(NR<sup>9a</sup>)R<sup>7</sup>, -NR<sup>9a</sup>C=(NR<sup>9a</sup>)N(R<sup>7</sup>)<sub>2</sub>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>R<sup>9b</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>SO<sub>2</sub>R<sup>7</sup>, -[C(R<sup>7</sup>)<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>C(O)R<sup>7</sup>, -SO<sub>2</sub>NR<sup>9a</sup>R<sup>9b</sup>, -

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- 12 -

$S(O)_mR^7$ ,  $-C(R^7)_2SO_2CF_3$ ,  $C_{1-2}$ -hydroxyalkyl  $C_{1-2}$ -haloalkyl and  $C_{1-2}$ -haloalkoxy;

wherein  $R^{4a}$  is selected from  $-(CH_2)_n-OR^{9a}$ , 4-6 membered

heterocyclyl,  $-NR^{9a}SO_2R^{7a}$ ,  $-C_{1-3}$ -alkyl- $-NR^{9a}SO_2R^{7a}$ ,  $-NR^{9a}R^{9b}$ ,   
 5  $C(O)NR^{9a}R^{9b}$ ,  $-NR^{9a}CO_2R^{7b}$ ,  $-NR^{9a}C(O)R^{7b}$ ,  $-C_{1-3}$ -alkyl- $-NR^{9a}C(O)R^{7b}$ ,   
 $-C_{1-3}$ -alkyl- $C(O)R^{7a}$ , nitro,  $-C(O)OR^{9a}$ ,  $-(CH_2)_n-C(S)R^{7a}$ ,  $-C_{1-3}$ -   
 alkyl- $-NR^{9a}R^{9b}$ ,  $-SO_2NR^{9a}R^{9b}$ ,  $-S(O)_mR^{7a}$  and  $-C_{1-3}$ -alkyl- $-SO_2CF_3$ ;   
 preferably  $-NR^{9a}SO_2R^{7a}$ ,  $-NR^{9a}R^{9b}$ ,  $-C(O)NR^{9a}R^{9b}$ ,  $-C_{1-2}$ -alkyl-   
 $-NR^{9a}SO_2R^{7a}$ ,  $-C_{1-3}$ -alkyl- $-NR^{9a}C(O)R^{7b}$ ,  $-NR^{9a}CO_2R^{7b}$ ,  $-NR^{9a}C(O)R^{7b}$    
 10 and  $-C_{1-3}$ -alkyl- $-NR^{9a}R^{9b}$ ;

wherein  $R^{4b}$  is selected from H,  $C_{1-2}$ -alkyl,  $-(CH_2)_n-C_{5-6}$ -

cycloalkyl,  $-(CH_2)_n$ -phenyl,  $-(CH_2)_n$ -4-10-membered   
 heterocyclyl, fluoro, chloro,  $-OR^{9a}$ ,  $-(CH_2)_n-OR^{9a}$ ,   
 $-NR^{9a}SO_2R^{7a}$ ,  $-NR^{9a}R^{9b}$ ,  $-C(O)NR^{9a}R^{9b}$ ,  $-NR^{9a}C(O)R^{7b}$ ,  $-(CH_2)_n$ -   
 15  $C(O)R^{7a}$ , nitro,  $-C(O)OR^{9a}$ ,  $-(CH_2)_n-C(S)R^{7a}$ ,  $-[C(R^{7a})_2]_pNR^{9a}R^{9b}$ ,   
 $-SO_2NR^{9a}R^{9b}$ ,  $-S(O)_mR^{7a}$ ,  $-C(R^{7a})_2SO_2CF_3$ , cyano,  $C_{1-2}$ -haloalkyl   
 and  $C_{1-2}$ -haloalkoxy;

wherein  $R^5$  is selected from halo,  $-OR^9$ ,  $NHSO_2R^7$ ,  $-N(R^9)_2$ ,

cyano,  $-COR^7$ ,  $-[C(R^7)_2]_nN(R^9)_2$ , nitro,  $-SO_2N(R^9)_2$ ,  $-S(O)_mR^7$ ,   
 20 haloalkyl, and haloalkoxy;   
 preferably halo,  $-OR^9$ ,  $-NHSO_2R^7$ ,  $-N(R^9)_2$ , cyano,  $-COR^7$ ,   
 $-[C(R^7)_2]_nN(R^9)_2$ , nitro,  $-SO_2N(R^9)_2$ ,  $-S(O)_mR^7$ ,  $C_{1-6}$ -   
 haloalkyl and  $C_{1-6}$ -haloalkoxy;

more preferably halo,  $-OR^{9a}$ ,  $-NR^{9a}R^{9b}$ ,  $-C[(R^7)_2]_nNR^{9a}R^{9b}$    
 25 and  $-SO_2NR^{9a}R^{9b}$ ;

even more preferably chloro, fluoro, hydroxyl,   
 $-NR^{7a}R^{7b}$  and  $-SO_2N(R^{7a})_2$ ;

wherein  $R^6$  is selected from aryl and heteroaryl, wherein  $R^6$    
 is optionally substituted with one or more  $R^3$ ;

30 preferably phenyl and 6-membered heteroaryl, wherein  $R^6$    
 is optionally substituted with one or more  $R^3$ ;   
 more preferably phenyl optionally substituted with   
 one or two  $R^3$ ;

- 13 -

wherein  $R^7$  is selected from H, alkyl,  $-(CH_2)_n$ -cycloalkyl,  $-(CH_2)_n$ -heterocyclyl,  $-(CH_2)_n$ -aryl, aminoalkyl, alkylamino, alkenyl, alkylcarbonylaminoalkyl, alkylthioalkyl, alkylaminoalkyl, alkoxyalkyl and alkoxy;

5 preferably H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl,  $-(CH_2)_n$ -aryl, amino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylamino,  $C_{2-6}$ -alkenyl,  $C_{1-6}$ -alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylcarbonylamino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkyl and  $C_{1-6}$ -alkoxy;

10 more preferably H,  $C_{1-4}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl,  $-(CH_2)_n$ -phenyl, amino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylamino,  $C_{2-4}$ -alkenyl,  $C_{1-4}$ -alkylthio- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylcarbonylamino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkyl and  $C_{1-4}$ -alkoxy;

15 wherein  $R^{7a}$  is selected from H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl and  $-(CH_2)_n$ -phenyl;

20 wherein  $R^{7b}$  is selected from amino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy,  $C_{1-3}$ -alkylamino,  $C_{2-3}$ -alkenyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl, H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl and  $-(CH_2)_n$ -phenyl;

25 wherein  $R^8$  is selected from

- a) heterocyclyl,
- b) aminoalkyl,
- c) aminoalkylamino,
- d) alkylaminoalkylamino,
- 30 e) alkylaminoalkyl,
- f) arylaminoalkyl,
- g) arylalkylaminoalkyl,
- h) heterocyclylalkylaminoalkyl,
- i) aryl,

- 14 -

- j) alkyl,  
k) aralkyl,  
l) heterocyclalkyl,  
m) cycloalkylalkyl,  
5 n) -OR<sup>9</sup>  
o) aminoalkoxy,  
p) N-(heterocyclalkyl)amino,  
q) aralkyl where the alkyl portion is substituted with  
amino, hydroxy or alkylamino, and  
10 r) heterocyclalkylenyl where the alkylene portion is  
substituted with amino, hydroxy or alkylamino;  
wherein the cycloalkyl and aryl groups are optionally  
substituted with 1 to 3 groups selected from R<sup>4</sup>; the  
heterocycl group is optionally substituted with 1 to  
15 3 groups selected from R<sup>4</sup> and oxo; and the alkyl group  
is optionally substituted with 1 to 3 groups selected  
from R<sup>5</sup>;  
preferably selected from  
a) 4-10-membered heterocycl,  
20 b) amino-C<sub>1-6</sub>-alkyl,  
c) amino-C<sub>1-6</sub>-alkylamino,  
d) C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkylamino,  
e) C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl,  
f) arylamino-C<sub>1-6</sub>-alkyl,  
25 g) aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl,  
h) 4-10-membered heterocycl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-  
alkyl,  
i) aryl,  
j) C<sub>1-6</sub>-alkyl,  
30 k) aryl-C<sub>1-6</sub>-alkyl,  
l) heterocycl-C<sub>1-6</sub>-alkyl,  
m) o C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-,  
n) -OR<sup>9</sup>  
o) amino-C<sub>1-6</sub>-alkoxy,

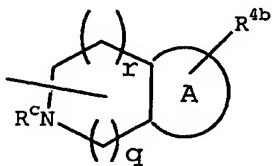
- 15 -

- p) N-(4-10-membered heterocyclyl-C<sub>1-6</sub>-alkyl)amino,  
q) aryl-C<sub>1-6</sub>-alkyl where the alkyl portion is  
substituted with amino, hydroxy or C<sub>1-6</sub>-alkylamino,  
and  
5 r) 4-10-membered heterocyclyl-C<sub>1-6</sub>-alkylenyl where the  
alkylenyl portion is substituted with amino,  
hydroxy or C<sub>1-6</sub>-alkylamino;  
more preferably selected from  
a) amino-C<sub>1-4</sub>-alkylamino,  
10 b) amino-C<sub>1-4</sub>-alkyl,  
c) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkylamino,  
d) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,  
e) phenyl-C<sub>1-4</sub>-amino-C<sub>1-4</sub>-alkyl,  
f) phenylamino-C<sub>1-4</sub>-alkyl,  
15 g) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-  
alkyl,  
h) N-(4-10-membered heterocyclyl-C<sub>1-4</sub>-alkyl)amino,  
i) C<sub>1-4</sub>-alkyl,  
j) C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-,  
20 k) aryl-(CH<sub>2</sub>)<sub>n</sub>-,  
l) 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-,  
m) R<sup>9a</sup>O-,  
n) amino-C<sub>1-4</sub>-alkoxy,  
o) phenyl-C<sub>1-4</sub>-alkyl where the alkyl portion is  
25 substituted with amino, hydroxy or C<sub>1-4</sub>-  
alkylamino, and  
p) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylenyl where  
the alkylenyl portion is substituted with  
amino, hydroxy or C<sub>1-4</sub>-alkylamino;  
30 even more preferably selected from  
a) amino-C<sub>1-4</sub>-alkylamino,  
b) amino-C<sub>1-4</sub>-alkyl,  
c) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkylamino,  
d) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,

- 16 -

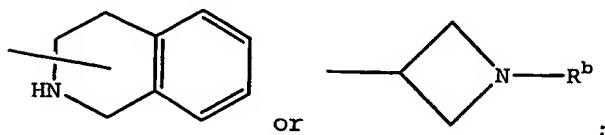
- e) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,  
 f) phenylamino-C<sub>1-4</sub>-alkyl,  
 g) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,  
 5 h) N-(4-10-membered heterocyclyl-C<sub>1-4</sub>-alkyl) amino,  
 i) C<sub>1-4</sub>-alkyl,  
 j) C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-,  
 k) aryl-(CH<sub>2</sub>)<sub>n</sub>-,  
 10 l) 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-,  
 m) amino-C<sub>1-4</sub>-alkoxy,  
 n) phenyl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or -C<sub>1-2</sub>-alkylamino, and  
 15 o) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or -C<sub>1-4</sub>-alkylamino; wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 2 groups selected from R<sup>4b</sup>; the heterocyclyl groups are optionally substituted with 1 to 2 groups selected from R<sup>4b</sup> and oxo; and the alkyl group is optionally substituted with 1 to 2 groups selected from R<sup>5</sup>;

25 particularly



or azetidinyl;

more particularly



- 17 -

wherein R<sup>8a</sup> is selected from

- a) 5-10-membered heterocyclyl,
- b) aryl, and
- c) benzyl;

5 wherein the aryl and heterocyclyl groups are optionally substituted with 1 to 3 radicals selected from C<sub>1-6</sub>-alkyl, halo, hydroxyl, alkoxy, amino, alkylamino, cyano, -NHC(O)R<sup>7</sup>, -COR<sup>7</sup>, C<sub>1-6</sub>-haloalkyl and C<sub>1-6</sub>-haloalkoxy;

10 wherein R<sup>9</sup> is selected from H, alkyl, alkenyl, cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, aryl(CH<sub>2</sub>)<sub>n</sub>-, aminoalkyl, alkylcarbonylaminoalkyl, cycloalkylaminoalkyl, cycloalkylalkylaminoalkyl, heteroarylaminominoalkyl, heteroarylalkylaminoalkyl, arylaminominoalkyl, arylalkylaminoalkyl, heteroaryloxyalkyl,

15 heteroarylalkyloxyalkyl, arylalkyloxyalkyl, aryloxyalkyl, alkylthioalkyl, alkylaminoalkyl, hydroxyalkyl and alkoxyalkyl;

preferably H, C<sub>1-6</sub>-alkyl, alkenyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, aryl-(CH<sub>2</sub>)<sub>n</sub>-, amino-

20 C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroarylaminomino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryloxy-C<sub>1-6</sub>-alkyl, 5-6-

25 membered heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-hydroxyalkyl and C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl;

30 wherein R<sup>9a</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and phenyl-(CH<sub>2</sub>)<sub>n</sub>-;

preferably H, C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and phenyl-(CH<sub>2</sub>)<sub>n</sub>-;

- 18 -

- wherein  $R^{9b}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{2-6}$ -alkenyl,  $C_{3-6}$ -cycloalkyl- $(CH_2)_n$ -, 4-10-membered heterocyclyl- $(CH_2)_n$ -, phenyl- $(CH_2)_n$ -, amino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylcarbonylamino- $C_{1-6}$ -alkyl,  $C_{3-6}$ -cycloalkylamino- $C_{1-6}$ -alkyl,  $C_{3-6}$ -cycloalkyl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl, 5-6-membered heteroaryl-amino- $C_{1-6}$ -alkyl, 5-6-membered heteroaryl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl, phenylamino- $C_{1-6}$ -alkyl, phenyl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl, 5-6-membered heteroaryloxy- $C_{1-6}$ -alkyl, 5-6-membered heteroaryl- $C_{1-6}$ -alkyloxy- $C_{1-6}$ -alkyl, phenyl- $C_{1-6}$ -alkyloxy- $C_{1-6}$ -alkyl, phenyloxy- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -hydroxyalkyl and  $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkyl;  
preferably H,  $C_{1-6}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $(CH_2)_n$ -, 4-10-membered heterocyclyl- $(CH_2)_n$ -, phenyl- $(CH_2)_n$ -, amino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylcarbonylamino- $C_{1-3}$ -alkyl,  $C_{5-6}$ -cycloalkylamino- $C_{1-3}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl-amino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, phenylamino- $C_{1-3}$ -alkyl, phenyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryloxy- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl- $C_{1-3}$ -alkyloxy- $C_{1-3}$ -alkyl, phenyl- $C_{1-3}$ -alkyloxy- $C_{1-3}$ -alkyl, phenyloxy- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -hydroxyalkyl and  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl;
- wherein  $R^a$  are independently selected from H, and alkyl or the two  $R^a$ 's together form cycloalkyl;  
preferably H, and  $C_{1-6}$ -alkyl or the two  $R^a$  together form  $C_{3-4}$ -cycloalkyl;  
more preferably H, and  $C_{1-2}$ -alkyl or the two  $R^a$ 's together form  $C_{3-4}$ -cycloalkyl;  
wherein  $R^a$  are H;
- wherein  $R^b$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $(CH_2)_n$ -, 4-10-membered heterocyclyl- $(CH_2)_n$ - and phenyl- $(CH_2)_n$ -;

- 19 -

wherein  $R^c$  is H or methyl;

wherein A is selected from phenyl or 5-6-membered heteroaryl;

wherein k is 0 or 1; preferably 1;

5 wherein m is 0, 1 or 2; preferably 2;

wherein n is 0, 1, 2 or 3;

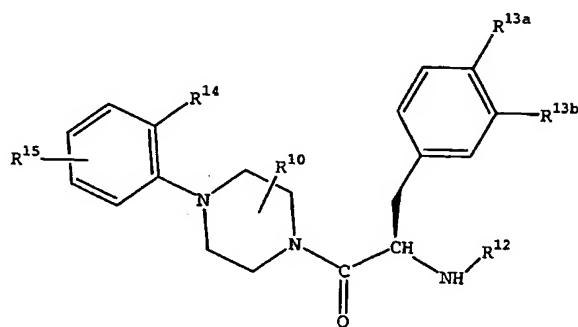
wherein p is 1 or 2;

wherein r is 0 or 1; and

wherein q is 0 or 1.

10

The invention also relates to compounds of Formula II



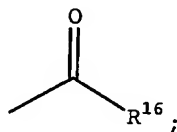
II

15 wherein  $R^{10}$  is selected from H, chloro or fluoro; or wherein  $R^{10}$  is a  $C_{1-4}$ -alkylene bridge;

preferably H;

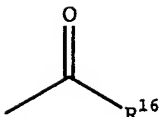
wherein  $R^{12}$  is selected from optionally substituted phenyl- $C_{1-2}$ -alkylenyl, optionally substituted 5-10 membered

20 heteroaryl and

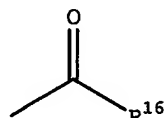




- 20 -

preferably , optionally substituted benzyl  
and optionally substituted 5-10-membered  
heterocyclyl;

more preferably oxazolylpyridyl, 4-(N,N-  
5 dimethylamino)phenylmethyl, 2,2-dimethyl-

oxazolidinyl and ;

wherein R<sup>13a</sup> and R<sup>13b</sup> are independently selected from H,  
fluoro, iodo, bromo, chloro, C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-haloalkyl,  
and C<sub>1-2</sub>-alkoxy; or wherein R<sup>13a</sup> and R<sup>13b</sup> together form an  
10 C<sub>1-4</sub>-alkenylene bridge;

preferably H, chloro, trifluoromethyl and methoxy;  
more preferably H and chloro;

wherein R<sup>14</sup> is selected from R<sup>19</sup>R<sup>20</sup>N-, R<sup>19</sup>R<sup>20</sup>N-C<sub>1-4</sub>-alkyl,  
(R<sup>21</sup>R<sup>22</sup>N-)(O=C-), C<sub>1-4</sub>-haloalkyl, C<sub>2-4</sub>-hydroxyalkyl,  
15 heterocycloxy-C<sub>1-4</sub>-alkyl, aryloxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-  
alkoxycarbonyl;

preferably trifluoromethyl, 2-hydroxyethyl, 1-  
hydroxyethyl, R<sup>19</sup>R<sup>20</sup>N-, R<sup>19</sup>R<sup>20</sup>N-C<sub>1-2</sub>-alkyl and (R<sup>21</sup>R<sup>22</sup>N-  
) (O=C-);

20 more preferably N-pyrrolidinylcarbonyl, N-  
morpholinocarbonyl, N-  
piperidinyloethylaminocarbonyl, benzylaminocarbonyl,  
N-methyl-N-benzylaminocarbonyl,  
aminoethylaminocarbonyl, pyridylaminocarbonyl,  
25 methylthioethylaminocarbonyl,  
methylcarbonylaminoethylaminocarbonyl, 1-  
methylpyrrolidinylethylaminocarbonyl,  
phenethylaminocarbonyl, phenylaminocarbonyl,  
cyclohexylmethylaminocarbonyl, N-methyl-N-  
30 phenethylaminocarbonyl, N,N-dimethylaminocarbonyl,

- 21 -

4-chlorophenylmethylaminocarbonyl,  
phenoxyphenethylaminocarbonyl, allylaminocarbonyl,  
4-methylpiperazinylcarbonyl, 4-  
acetylpiperazinylcarbonyl, isopropylaminocarbonyl,  
5 1-(N-cyclopropylmethylamino)ethyl, 1-(N-methyl-N-  
methylcarbonylamino)ethyl, 1-(N-  
isopropylamino)ethyl, 1-(N-isobutyl-N-  
methylamino)ethyl, N-cyclopropylmethyl-N-  
propylaminomethyl, N,N-  
10 dicyclopropylmethylaminomethyl, 1-(N-propyl-N-  
methylamino)ethyl, 1-(N-methyl-N-  
methylsulfonylamino)ethyl, triazolylmethyl,  
imidazol-1-ylmethyl, 2-isopropylimidazol-1-yl-  
methyl, 2-propylimidazol-1-yl-methyl, 2-oxo-pyrid-  
15 1-yl-methyl, 3-pyridyl-oxymethyl, 2-methylimidazol-  
1-yl-methyl, tetrazolylmethyl, 2,5-  
dimethylpyrrolidin-1-ylmethyl, 2-oxo-pyrrolidin-1-  
yl-methyl, 2-oxo-piperidin-1-yl-methyl, 4,5-  
dihydro-2-oxo-oxazol-3-yl-methyl, pyrrolidin-1-  
20 ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl,  
piperazin-1-yl-methyl, 4-methylpiperazin-1-yl-  
methyl, piperidin-1-yl-methyl, 1-(N-ethyl-N-  
methylamino)ethyl, 1-(N,N-dipropylamino)ethyl, 1-  
(N,N-diisopropylamino)ethyl, 1-(N-(1-  
25 ethoxycarbonyl)cycloprop-2-ylmethyl-N-  
methylamino)ethyl, 1-(N-(2-methylbutyl)-N-  
methylamino)ethyl, 1-(N-(4-  
methylcarbonylamino)phenyl)methyl-N-  
methylamino)ethyl, 1-(N-methylamino)ethyl, 1-(N,N-  
30 dimethylamino)ethyl, N,N-dimethylaminomethyl, N-  
cyclopropylmethyl-N-methylsulfonylaminoethyl, 1-  
(N-(3-thienyl)methyl-N-methylamino)ethyl, 1-(N-  
phenylmethoxyethyl-N-methylamino)ethyl, 1-(N-(2-  
methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-

- 22 -

pyridyl)methyl-N-methylamino)ethyl, 1-(N-(2-pyrrolidinyl)methyl-N-methylamino)ethyl, 1-(N-(3-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-  
5 benzyl-N-methylamino)ethyl, 1-(N-methyl-N-aminoethylamino)ethyl, 1-(N-cyclohexylmethyl-N-methylamino)ethyl, N,N-dimethylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl,  
10 N-propyl-N-methylsulfonylamino, N-(methylsulfonyl)-N-propylamino, N-(methylsulfonyl)-N-cyclopropylmethylamino, N-(methylsulfonyl)-N-aminoethylamino, N-(methylsulfonyl)-N-(N',N'-dimethylaminoethyl)amino, N-(N',N'-  
15 diethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-dipropylaminoethyl)-N-methylsulfonylamino, N-(N',N'-diisobutylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di-tert-butylmethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-  
20 di(cyclopropylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(2-furylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(3-thienylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-  
25 di(benzyl)aminoethyl)-N-methylsulfonylamino, N-(methylsulfonyl)-N-isobutylamino, N-(methylsulfonyl)-N-methylamino, N-(methylsulfonyl)-N-phenethylamino, N-(methylsulfonyl)amino, N-(benzylsulfonyl)amino, N-(propylsulfonyl)amino, N-(phenylsulfonyl)amino, N-(methylsulfonyl)-N-  
30 phenylpropylamino, thienylsulfonylamino, (2-nitrophenyl)methylsulfonylamino, (2,4,6-trimethylphenyl)sulfonylamino, (2-cyanophenyl)sulfonylamino,

- 23 -

N-methoxymethylcarbonyl-N-cyclopropylmethylamino, N-methylcarbonyl-N-cyclopropylmethylamino, N-phenylcarbonyl-N-cyclopropylmethylamino, N-(3-methoxyphenylcarbonyl-N-cyclopropylmethylamino, N-5 benzylcarbonyl-N-cyclopropylmethylamino, N-phenylethyl-N-cyclopropylmethylamino, N-(2-imidazolyl)-N-cyclopropylmethylamino, N-(4-methyl-5-imidazolyl)-N-cyclopropylmethylamino, N-(2-thienylmethyl)-N-cyclopropylmethylamino, N-(3-10 thienylmethyl)-N-cyclopropylmethylamino, N-(3-furylmethyl)-N-cyclopropylmethylamino, N-(4-imidazolyl)-N-cyclopropylmethylamino, N-cyclopentylcarbonyl-N-cyclopropylmethylamino, N-cyclohexylcarbonyl-N-cyclopropylmethylamino, N-15 methylthiopropyl-N-cyclopropylmethylamino, N-ethylcarbonyl-N-cyclopropylmethylamino, N-isopropylcarbonyl-N-cyclopropylmethylamino, N-isobutylcarbonyl-N-cyclopropylmethylamino, N-ethyl-N-cyclopropylmethylamino, N-isobutyl-N-20 cyclopropylmethylamino, N-cyclopropylcarbonyl-N-cyclopropylmethylamino, N,N-di(cyclopropylmethyl)amino, N-methoxymethylcarbonyl-N-aminoethylamino, N-ethylcarbonyl-N-aminoethylamino, N-25 isopropylcarbonyl-N-aminoethylamino, N-isobutylcarbonyl-N-aminoethylamino, N-tert-butylcarbonyl-N-aminoethylamino, N-propylcarbonyl-N-aminoethylamino, N-pentylcarbonyl-N-aminoethylamino, N-ethyl-N-aminoethylamino, N-30 propyl-N-aminoethylamino, N-cyclopropyl-N-aminoethylamino, N-cyclopropylmethyl-N-aminoethylamino, N-cyclobutylmethyl-N-aminoethylamino, N-butyl-N-aminoethylamino, N-pentyl-N-aminoethylamino, N-hexyl-N-

- 24 -

aminoethylamino, N-heptyl-N-aminoethylamino, N-(3-ethylbutyl)-N-aminoethylamino, N-cyclohexylcarbonyl-N-aminoethylamino, N-phenylcarbonyl-N-aminoethylamino, N-(3-methoxyphenyl)carbonyl-N-aminoethylamino, N-benzylcarbonyl-N-aminoethylamino, N-phenylethylcarbonyl-N-aminoethylamino, N-pyridylcarbonyl-N-aminoethylamino, N-thienylmethyl-N-aminoethylamino,  
aminoethylamino, pyridylcarbonylamino, N-cyclopropylmethylamino, methylcarbonylamino, methoxycarbonylamino, trifluoromethyl, 2-hydroxyethyl, 1-hydroxyethyl, methylaminocarbonylamino, 1,1-dioxo-isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl and 3-methyl-2-oxo-imidazolin-1-yl;

wherein R<sup>15</sup> is selected from H, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-alkyl, halo, -OR<sup>17</sup>, and -N(R<sup>17</sup>)<sub>2</sub>;  
preferably H and C<sub>1-2</sub>-haloalkyl;

more preferably H or trifluoromethyl;

wherein R<sup>16</sup> is selected from

- a) 4-6 membered saturated heterocyclyl,
- b) 10 membered partially saturated heterocyclyl,
- c) 5-10 membered heteroaryl,
- d) C<sub>1-4</sub>-aminoalkyl,
- e) C<sub>1-4</sub>-aminoalkylamino,
- f) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkylamino,
- g) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- h) arylamino-C<sub>1-4</sub>-alkyl,
- i) aryl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- j) heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- k) aryl, provided if 2-substituted aryl, is 2-substituted with amino or chloro,
- l) C<sub>1-4</sub>-alkyl,

- 25 -

- m) aryl-C<sub>1-4</sub>-alkyl,
- n) heterocyclyl-C<sub>1-4</sub>-alkyl, provided R<sup>16</sup> is not 3-methylindol-1-ylethyl,
- o) C<sub>5-6</sub>-cycloalkyl,
- 5 p) C<sub>1-4</sub>-aminoalkoxy,
- q) heterocyclyl-C<sub>1-4</sub>-alkoxy,
- r) N-(heterocyclyl-C<sub>1-4</sub>-alkyl)amino,
- s) aryl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or C<sub>1-4</sub>-alkylamino, and
- 10 t) heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or C<sub>1-4</sub>-alkylamino; preferably selected from
  - a) 4-6 membered saturated heterocyclyl,
  - b) 10 membered partially saturated heterocyclyl,
  - 15 c) 5-10 membered heteroaryl,
  - d) C<sub>1-3</sub>-aminoalkyl,
  - e) C<sub>1-3</sub>-aminoalkylamino,
  - f) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkylamino,
  - g) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
  - 20 h) phenylamino-C<sub>1-3</sub>-alkyl,
  - i) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
  - j) heterocyclyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
  - k) phenyl, naphthyl or tetrahydronaphthyl,
  - l) C<sub>1-3</sub>-alkyl,
  - 25 m) phenyl-C<sub>1-2</sub>-alkyl,
  - n) 5-10-membered saturated or partially unsaturated heterocyclylmethyl,
  - o) 5-6 membered heteroaryl-C<sub>1-4</sub>-alkyl,
  - p) C<sub>5-6</sub>-cycloalkyl,
  - 30 q) C<sub>1-3</sub>-aminoalkoxy,
  - r) [5- or 6- membered heterocyclyl]-C<sub>1-3</sub>-alkoxy,
  - s) N-(5-10-membered heterocyclyl-C<sub>1-3</sub>-alkyl)amino,

- 26 -

- t) phenyl-C<sub>1-2</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino, and
- u) 5- or 6- membered heterocycl-yl-C<sub>1-3</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino;
- more preferably N-(piperidylmethyl)amino, aminopropylamino, aminomethyl, aminoethyl, aminopropyl, N-methylaminomethyl, N-(4-chlorophenyl)aminoethyl, N-methylaminoethyl, N,N-dimethylaminoethyl, 2-aminoethyl, aminopropoxy, pyrrolidinylmethoxy, N-methylaminoethylamino, 3-aminocyclopentyl, 4-aminocyclohexyl, 1-aminocyclohexyl, 2-indolyl, octahydro-indolyl, 1-methylindol-2-yl, 3-pyridyl, 2-pyridyl, N-methylbenzopyrrolyl, 5-benzopyrrolyl, 2-benzofuran, benzodioxolyl, 2-benzothienyl, 4-imidazolylmethyl, 3-azetidiny optionally N-substituted with a substituent
- selected from methyl, ethyl, propyl, isopropyl, butyl, isobutyl, pentyl, cyclohexylmethyl and benzyl,
- 6-quinolyl, 2-quinolyl, 3-isoquinolyl, tetrahydroisoquinolyl, N-methylpyrrolidin-2-yl, pyrrolidin-2-yl, 5-oxopyrrolidin-2-yl, 3-phenylpyrrolidin-2-yl, (1-methyl-5-oxo-2-(pyridin-3-yl)-pyrrolidin-3-yl)methyl, thienyl, 4-piperidyl, 4-piperidylmethyl, N-methyl-4-piperidyl, N-methyl-2-piperidyl, N-ethyl-4-piperidyl, N-isobutyl-4-piperidyl, 3-piperidyl, 3-(aminomethyl)phenyl, 4-(trifluoromethyl)phenyl, 3-(trifluoromethyl)phenyl, 2-methylphenyl, 4-methoxyphenyl, 4-chlorophenyl, 3-chlorophenyl, 2-chlorophenyl, 3,4-dichlorophenyl, 4-fluorophenyl,

- 27 -

3-fluorophenyl, 2-aminophenyl, 3-aminophenyl,  
isopropyl, 4-chlorophenylmethyl, benzyl, phenyl-2-  
hydroxyethyl, 1-(amino)benzyl, 2-(1,2,3,4-  
tetrahydronaphthyl), naphthyl, (2-  
5 benzylamino)ethyl, imidazol-4-yl-(1-amino)ethyl,  
phenyl-1-(methylamino)ethyl and phenyl-1-  
(amino)ethyl;

wherein  $R^{17}$  is selected from H,  $C_{1-4}$ -alkyl,  $C_{3-7}$ -cycloalkyl-  
( $CH_2$ ) $_n$ -, and aryl-( $CH_2$ ) $_n$ -;

10 preferably H,  $C_{1-3}$ -alkyl, -( $CH_2$ ) $_n$ - $C_{3-6}$ -cycloalkyl, and -  
( $CH_2$ ) $_n$ -phenyl;

more preferably H, methyl, ethyl, propyl, isopropyl,  
cyclopropyl, cyclopropylmethyl, cyclopentyl,  
cyclopentylmethyl, cyclohexyl, cyclohexylmethyl,  
15 phenylpropyl, phenylethyl, benzyl and phenyl;

wherein  $R^{19}$  is selected from H,  $R^{23}SO_2$ -,  $C_{1-6}$ -alkyl,  $C_{3-7}$ -  
cycloalkyl-( $CH_2$ ) $_n$ -, amino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylamino- $C_{1-6}$ -  
alkyl,  $C_{3-7}$ -cycloalkylamino- $C_{1-6}$ -alkyl,  $C_{3-7}$ -cycloalkyl- $C_{1-6}$ -  
alkylamino- $C_{1-6}$ -alkyl, heteroaryl-amino- $C_{1-6}$ -alkyl,  
20 heteroaryl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl, aryl-amino- $C_{1-6}$ -alkyl,  
aryl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl, heteroaryloxy- $C_{1-6}$ -alkyl,  
heteroaryl- $C_{1-6}$ -alkyloxy- $C_{1-6}$ -alkyl, aryloxy- $C_{1-6}$ -alkyl,  
aryl- $C_{1-6}$ -alkyloxy- $C_{1-6}$ -alkyl, hydroxy- $C_{1-6}$ -alkyl,  $C_{1-6}$ -  
alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkyl,  $C_{1-6}$ -  
25 alkylcarbonyl,  $C_{1-6}$ -alkoxycarbonyl,  $C_{1-6}$ -alkoxy- $C_{1-6}$ -  
alkylcarbonyl,  $C_{1-6}$ -alkylaminocarbonyl, arylcarbonyl,  
aralkylcarbonyl,  $C_{3-7}$ -cycloalkylcarbonyl,  $C_{3-7}$ -cycloalkyl-  
 $C_{1-6}$ -alkylcarbonyl, heteroaryl- $C_{1-6}$ -alkylcarbonyl and  
heteroarylcarbonyl;

30 preferably H,  $R^{23}SO_2$ -,  $C_{1-6}$ -alkyl, amino- $C_{1-3}$ -alkyl,  $C_{1-5}$ -  
alkylamino- $C_{1-3}$ -alkyl,  $C_{3-5}$ -cycloalkylamino- $C_{1-3}$ -alkyl,  
 $C_{3-5}$ -cycloalkyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylthio-  
 $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl, heteroaryl-amino- $C_{1-3}$ -  
alkyl, 5-6 membered heteroaryl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -



- 28 -

alkyl, phenylamino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryloxy-C<sub>1-3</sub>-alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, hydroxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkoxycarbonyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylaminocarbonyl, C<sub>3-6</sub>-cycloalkylcarbonyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylcarbonyl, phenylcarbonyl, phenyl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6- membered heteroaryl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6- membered heteroarylcarbonyl and -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-5</sub>-cycloalkyl optionally substituted with C<sub>1-2</sub>-alkoxycarbonyl;

more preferably H, methyl, ethyl, propyl, isopropyl, isopentyl, 3-ethylbutyl, hydroxymethyl, hydroxyethyl, cyclopropylmethyl, 1-(ethoxycarbonyl)cycloprop-2-ylmethyl, R<sup>23</sup>SO<sub>2</sub>-, aminomethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, dipropylaminoethyl, diisobutylaminoethyl, di-tert-butylmethylaminoethyl, furylmethylaminoethyl, thienylmethylaminoethyl, benzylaminoethyl, di(furylmethyl)aminoethyl, di(cyclopropylmethyl)aminoethyl, di(thienylmethyl)aminoethyl, di(benzyl)aminoethyl, phenylmethoxyethyl, pyridyloxymethyl, methylthiopropyl, methylcarbonyl, ethylcarbonyl, propylcarbonyl, isopropylcarbonyl, isobutylcarbonyl, tert-butylcarbonyl, pentylcarbonyl, cyclopentylcarbonyl, cyclopropylcarbonyl, cyclohexylcarbonyl, methoxycarbonyl, methoxymethylcarbonyl, ethoxycarbonyl, propoxycarbonyl, methylaminocarbonyl, ethylaminocarbonyl, propylaminocarbonyl, optionally substituted benzylcarbonyl, optionally

- 29 -

substituted phenylethylcarbonyl, optionally  
substituted phenylcarbonyl and optionally  
substituted pyridylcarbonyl;  
wherein R<sup>20</sup> is selected from H, C<sub>1-8</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-  
5 (CH<sub>2</sub>)<sub>n</sub>-, C<sub>1-3</sub>-alkylsulfonyl, amino-C<sub>1-3</sub>-alkylamino,  
heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;  
preferably H, C<sub>1-7</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-  
5-6-membered heterocyclyl, C<sub>1-3</sub>-alkylsulfonyl, amino-  
C<sub>1-3</sub>-alkyl and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
10 more preferably H, methyl, ethyl, propyl,  
isopropyl, butyl, isobutyl, pentyl, hexyl,  
heptyl, cyclopropylmethyl, cyclobutylmethyl,  
cyclopentylmethyl, cyclohexylmethyl, cyclopropyl,  
cyclohexyl, methylsulfonyl, aminoethyl,  
15 optionally substituted phenyl, optionally  
substituted imidazolyl, optionally substituted  
thienylmethyl, optionally substituted  
furylmethyl, optionally substituted  
pyrrolidinylmethyl, optionally substituted  
20 pyridylmethyl, optionally substituted  
thienylmethyl, optionally substituted benzyl,  
optionally substituted phenylethyl and optionally  
substituted phenylpropyl;  
alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom  
25 form a 4-7 membered heterocyclic ring;  
preferably a 5 membered heterocyclic ring;  
more preferably a heterocyclic ring selected from  
triazolyl, tetrazolyl, 2-pyridone, oxo-  
pyrrolidinyl, 2-oxo-piperidinyl, 4,5-dihydro-2-  
30 oxo-oxazolyl, 1,1-dioxo-isothiazolidin-2-yl, 2-  
oxo-imidazolin-1-yl, 3-methyl-2-oxo-imidazolin-1-  
yl, piperidinyl optionally  
substituted with one or more substituents selected  
from methyl, ethyl, propyl, and isopropyl,

- 30 -

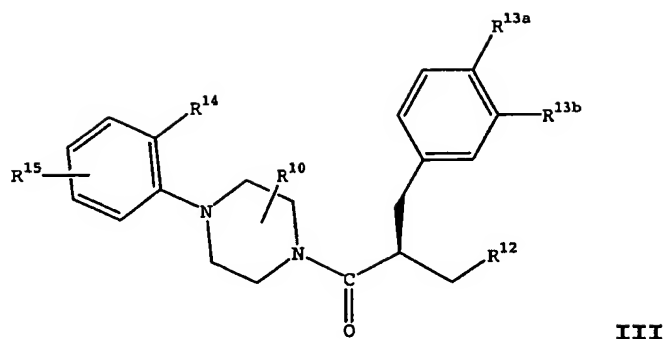
- piperazinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl,  
imidazolyl optionally substituted with one or more  
5 substituents selected from methyl, ethyl, propyl, and  
isopropyl, and  
pyrrolidinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl;
- 10 wherein  $R^{21}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{2-6}$ -alkenyl,  $C_{1-6}$ -  
alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylcarbonylamino- $C_{1-6}$ -alkyl,  
amino- $C_{1-6}$ -alkyl, heterocyclyl- $(CH_2)_n$ -,  $C_{3-7}$ -cycloalkyl-  
 $(CH_2)_n$ -, and aryl- $(CH_2)_n$ -;  
preferably H,  $C_{1-3}$ -alkyl,  $C_{2-3}$ -alkenyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -  
15 alkyl,  $C_{1-3}$ -alkylcarbonylamino- $C_{1-3}$ -alkyl, amino- $C_{1-3}$ -  
alkyl,  $-(CH_2)_n$ -[5- or 6- membered heterocyclyl], -  
 $(CH_2)_n$ - $C_{5-6}$ -cycloalkyl, and  $-(CH_2)_n$ -phenyl;  
more preferably H, methyl, ethyl, propyl,  
isopropyl, allyl, methylthioethyl,  
20 methylthiomethyl, methylcarbonylaminoethyl,  
methylcarbonylaminomethyl, aminomethyl,  
aminoethyl, 1-methylpyrrolidinylethyl,  
piperidinylethyl, pyridyl, cyclopentylmethyl,  
cyclohexylmethyl, phenyl, 4-chlorophenylmethyl,  
25 4-phenoxyphenylethyl, benzyl and phenylethyl;  
wherein  $R^{22}$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n$ - $C_{3-7}$ -  
cycloalkyl,  $-(CH_2)_n$ -heterocyclyl and  $-(CH_2)_n$ -aryl;  
preferably H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -  
[5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl;  
30 more preferably H or methyl;  
alternatively  $R^{21}$  and  $R^{22}$  together with the amide nitrogen  
atom form a 4-7 membered saturated heterocyclic ring;  
preferably a 5-6 membered heterocyclic ring;

- 31 -

more preferably a ring selected from pyrrolidinyl,  
morpholino, piperidinyl, piperazinyl, 4-  
acetylpiperazinyl and 4-methylpiperazinyl;  
wherein  $R^{23}$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n-C_{3-7}$ -  
5 cycloalkyl,  $-(CH_2)_n$ -heterocyclyl and  $-(CH_2)_n$ -aryl;  
preferably H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -  
[5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl;  
more preferably H, methyl, ethyl, propyl,  
optionally substituted thienyl, optionally  
10 substituted phenyl, optionally substituted  
benzyl, optionally substituted phenylethyl and  
optionally substituted phenylpropyl;  
wherein n is 0, 1, 2 or 3;  
wherein m is 0, 1 or 2; and  
15 wherein aryl, heterocyclyl are optionally substituted with  
one or more substituents selected from  $C_{1-2}$ -haloalkyl,  $C_{1-3}$ -  
alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl, chloro, fluoro,  $-OR^{17}$ ,  $-$   
 $NR^{17}SO_2R^{17}$ ,  $N(R^{17})_2$ , cyano,  $-COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ , nitro,  $-$   
 $SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-3}$ -haloalkoxy;  
20 preferably with one or more substituents selected from  
 $C_{1-2}$ -haloalkyl,  $C_{1-2}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl, chloro,  
fluoro,  $-OR^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $N(R^{17})_2$ , cyano,  $-COR^{17}$ ,  $-$   
 $C(R^{17})_2N(R^{17})_2$ , nitro,  $-SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-2}$ -  
haloalkoxy;  
25 more preferably with one or more substituents  
selected from trifluoromethyl, methyl, nitro,  
cyano, chloro, methoxy, phenyloxy, acetyl, amino,  
dimethylamino and aminomethyl.

30 The invention also relates to compounds of Formula III

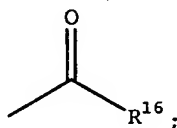
- 32 -

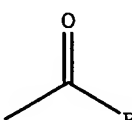


wherein  $R^{10}$  is selected from H, chloro or fluoro; or wherein  $R^{10}$  is a  $C_{1-4}$ -alkylene bridge;

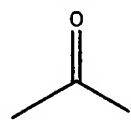
5 preferably H;

wherein  $R^{12}$  is selected from optionally substituted phenyl- $C_{1-2}$ -alkylenyl, optionally substituted 5-10 membered heteroaryl and



10 preferably , optionally substituted benzyl and optionally substituted 5-10-membered heterocyclyl;

more preferably oxazolylpyridyl, 4-(N,N-dimethylamino)phenylmethyl, 2,2-dimethyl-

15 oxazolidinyl and ,

wherein  $R^{13a}$  and  $R^{13b}$  are independently selected from H, fluoro, iodo, bromo, chloro,  $C_{1-2}$ -alkyl,  $C_{1-2}$ -haloalkyl, and  $C_{1-2}$ -alkoxy; or wherein  $R^{13a}$  and  $R^{13b}$  together form an  $C_{1-4}$ -alkenylenyl bridge;

20 preferably H, chloro, trifluoromethyl and methoxy; more preferably H and chloro;

- 33 -

wherein  $R^{14}$  is selected from  $R^{19}R^{20}N-$ ,  $R^{19}R^{20}N-C_{1-4}-alkyl$ ,  
( $R^{21}R^{22}N-$ )( $O=C-$ ),  $C_{1-4}-haloalkyl$ ,  $C_{2-4}-hydroxyalkyl$ ,  
heterocyclyloxy- $C_{1-4}-alkyl$ , aryloxy- $C_{1-4}-alkyl$  and  $C_{1-4}-$   
alkoxycarbonyl;

5 preferably trifluoromethyl, 2-hydroxyethyl, 1-  
hydroxyethyl,  $R^{19}R^{20}N-$ ,  $R^{19}R^{20}N-C_{1-2}-alkyl$  and ( $R^{21}R^{22}N-$ )  
( $O=C-$ );

more preferably N-pyrrolidinylcarbonyl, N-  
morpholinocarbonyl, N-

10 piperidinylethylaminocarbonyl, benzylaminocarbonyl,  
N-methyl-N-benzylaminocarbonyl,  
aminoethylaminocarbonyl, pyridylaminocarbonyl,  
methylthioethylaminocarbonyl,

15 methylcarbonylaminoethylaminocarbonyl, 1-  
methylpyrrolidinylethylaminocarbonyl,  
phenethylaminocarbonyl, phenylaminocarbonyl,  
cyclohexylmethylaminocarbonyl, N-methyl-N-  
phenethylaminocarbonyl, N,N-dimethylaminocarbonyl,  
4-chlorophenylmethylaminocarbonyl,

20 phenoxyphenethylaminocarbonyl, allylaminocarbonyl,  
4-methylpiperazinylcarbonyl, 4-  
acetylpiperazinylcarbonyl, isopropylaminocarbonyl,

1-(N-cyclopropylmethylamino)ethyl, 1-(N-methyl-N-  
methylcarbonylamino)ethyl, 1-(N-

25 isopropylamino)ethyl, 1-(N-isobutyl-N-  
methylamino)ethyl, N-cyclopropylmethyl-N-  
propylaminomethyl, N,N-

dicyclopropylmethylaminomethyl, 1-(N-propyl-N-  
methylamino)ethyl, 1-(N-methyl-N-

30 methylsulfonylamino)ethyl, triazolylmethyl,  
imidazol-1-ylmethyl, 2-isopropylimidazol-1-yl-  
methyl, 2-propylimidazol-1-yl-methyl, 2-oxo-pyrid-  
1-yl-methyl, 3-pyridyl-oxymethyl, 2-methylimidazol-  
1-yl-methyl, tetrazolylmethyl, 2,5-

- 34 -

dimethylpyrrolidin-1-ylmethyl, 2-oxo-pyrrolidin-1-yl-methyl, 2-oxo-piperidin-1-yl-methyl, 4,5-dihydro-2-oxo-oxazol-3-yl-methyl, pyrrolidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, 5 piperazin-1-yl-methyl, 4-methylpiperazin-1-yl-methyl, piperidin-1-yl-methyl, 1-(N-ethyl-N-methylamino)ethyl, 1-(N,N-dipropylamino)ethyl, 1-(N,N-diisopropylamino)ethyl, 1-(N-(1-ethoxycarbonyl)cycloprop-2-ylmethyl-N-10 methylamino)ethyl, 1-(N-(2-methylbutyl)-N-methylamino)ethyl, 1-(N-(4-methylcarbonylamino)phenyl)methyl-N-methylamino)ethyl, 1-(N-methylamino)ethyl, 1-(N,N-dimethylamino)ethyl, N,N-dimethylaminomethyl, N-15 cyclopropylmethyl-N-methylsulfonylaminoethyl, 1-(N-(3-thienyl)methyl-N-methylamino)ethyl, 1-(N-phenylmethoxyethyl-N-methylamino)ethyl, 1-(N-(2-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-pyridyl)methyl-N-methylamino)ethyl, 1-(N-(2-pyrrolidinyl)methyl-N-methylamino)ethyl, 1-(N-(3-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-benzyl-N-methylamino)ethyl, 1-(N-methyl-N-aminoethylamino)ethyl, 1-(N-cyclohexylmethyl-N-methylamino)ethyl, N,N-dimethylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-propyl-N-methylsulfonylamino, N-(methylsulfonyl)-N-propylamino, N-(methylsulfonyl)-N-cyclopropylmethylamino, N-(methylsulfonyl)-N-aminoethylamino, N-(methylsulfonyl)-N-(N',N'-dimethylaminoethyl)amino, N-(N',N'-diethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-dipropylaminoethyl)-N-methylsulfonylamino, N-

- 35 -

(N',N'-diisobutylaminoethyl)-N-methylsulfonylamino,  
N-(N',N'-di-tert-butylmethylaminoethyl)-N-  
methylsulfonylamino, N-(N',N'-  
di(cyclopropylmethyl)aminoethyl)-N-  
5 methylsulfonylamino, N-(N',N'-di(2-  
furylmethyl)aminoethyl)-N-methylsulfonylamino, N-  
(N',N'-di(3-thienylmethyl)aminoethyl)-N-  
methylsulfonylamino, N-(N',N'-  
di(benzyl)aminoethyl)-N-methylsulfonylamino, N-  
10 (methylsulfonyl)-N-isobutylamino, N-  
(methylsulfonyl)-N-methylamino, N-(methylsulfonyl)-  
N-phenethylamino, N-(methylsulfonyl)amino, N-  
(benzylsulfonyl)amino, N-(propylsulfonyl)amino, N-  
(phenylsulfonyl)amino, N-(methylsulfonyl)-N-  
15 phenylpropylamino, thienylsulfonylamino, (2-  
nitrophenyl)methylsulfonylamino, (2,4,6-  
trimethylphenyl)sulfonylamino, (2-  
cyanophenyl)sulfonylamino,  
N-methoxymethylcarbonyl-N-cyclopropylmethylamino, N-  
20 methylcarbonyl-N-cyclopropylmethylamino, N-  
phenylcarbonyl-N-cyclopropylmethylamino, N-(3-  
methoxyphenylcarbonyl)-N-cyclopropylmethylamino, N-  
benzylcarbonyl-N-cyclopropylmethylamino, N-  
phenylethyl-N-cyclopropylmethylamino, N-(2-  
25 imidazolyl)-N-cyclopropylmethylamino, N-(4-methyl-  
5-imidazolyl)-N-cyclopropylmethylamino, N-(2-  
thienylmethyl)-N-cyclopropylmethylamino, N-(3-  
thienylmethyl)-N-cyclopropylmethylamino, N-(3-  
furylmethyl)-N-cyclopropylmethylamino, N-(4-  
30 imidazolyl)-N-cyclopropylmethylamino, N-  
cyclopentylcarbonyl-N-cyclopropylmethylamino, N-  
cyclohexylcarbonyl-N-cyclopropylmethylamino, N-  
methylthiopropyl-N-cyclopropylmethylamino, N-  
ethylcarbonyl-N-cyclopropylmethylamino, N-



- 36 -

isopropylcarbonyl-N-cyclopropylmethylamino, N-  
isobutylcarbonyl-N-cyclopropylmethylamino, N-ethyl-  
N-cyclopropylmethylamino, N-isobutyl-N-  
cyclopropylmethylamino, N-cyclopropylcarbonyl-N-  
5 cyclopropylmethylamino, N,N-  
di(cyclopropylmethyl) amino,  
N-methoxymethylcarbonyl-N-aminoethylamino, N-  
ethylcarbonyl-N-aminoethylamino, N-  
isopropylcarbonyl-N-aminoethylamino, N-  
10 isobutylcarbonyl-N-aminoethylamino, N-tert-  
butylcarbonyl-N-aminoethylamino, N-propylcarbonyl-  
N-aminoethylamino, N-pentylcarbonyl-N-  
aminoethylamino, N-ethyl-N-aminoethylamino, N-  
propyl-N-aminoethylamino, N-cyclopropyl-N-  
15 aminoethylamino, N-cyclopropylmethyl-N-  
aminoethylamino, N-cyclobutylmethyl-N-  
aminoethylamino, N-butyl-N-aminoethylamino, N-  
pentyl-N-aminoethylamino, N-hexyl-N-  
aminoethylamino, N-heptyl-N-aminoethylamino, N-(3-  
20 ethylbutyl)-N-aminoethylamino, N-  
cyclohexylcarbonyl-N-aminoethylamino, N-  
phenylcarbonyl-N-aminoethylamino, N-(3-  
methoxyphenyl) carbonyl-N-aminoethylamino, N-  
benzylcarbonyl-N-aminoethylamino, N-  
25 phenylethylcarbonyl-N-aminoethylamino, N-  
pyridylcarbonyl-N-aminoethylamino, N-thienylmethyl-  
N-aminoethylamino,  
aminoethylamino, pyridylcarbonylamino, N-  
cyclopropylmethylamino, methylcarbonylamino,  
30 methoxycarbonylamino, trifluoromethyl, 2-  
hydroxyethyl, 1-hydroxyethyl,  
methylaminocarbonylamino, 1,1-dioxo-isothiazolidin-  
2-yl, 2-oxo-imidazolin-1-yl and 3-methyl-2-oxo-  
imidazolin-1-yl;

- 37 -

wherein  $R^{15}$  is selected from H,  $C_{1-2}$ -haloalkyl,  $C_{1-4}$ -alkyl, halo,  $-OR^{17}$ , and  $-N(R^{17})_2$ ;

preferably H and  $C_{1-2}$ -haloalkyl;

more preferably H or trifluoromethyl;

5 wherein  $R^{16}$  is selected from

- a) 4-6 membered saturated heterocyclyl,
- b) 10 membered partially saturated heterocyclyl,
- c) 5-10 membered heteroaryl,
- d)  $C_{1-4}$ -aminoalkyl,
- 10 e)  $C_{1-4}$ -aminoalkylamino,
- f)  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkylamino,
- g)  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,
- h) arylamino- $C_{1-4}$ -alkyl,
- i) aryl- $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,
- 15 j) heterocyclyl- $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,
- k) aryl, provided if 2-substituted aryl, is 2-substituted with amino or chloro,
- l)  $C_{1-4}$ -alkyl,
- m) aryl- $C_{1-4}$ -alkyl,
- 20 n) heterocyclyl- $C_{1-4}$ -alkyl, provided  $R^{16}$  is not 3-methylindol-1-ylethyl,
- o)  $C_{5-6}$ -cycloalkyl,
- p)  $C_{1-4}$ -aminoalkoxy,
- q) heterocyclyl- $C_{1-4}$ -alkoxy,
- 25 r) N-(heterocyclyl- $C_{1-4}$ -alkyl)amino,
- s) aryl- $C_{1-4}$ -alkyl where the alkyl portion is substituted with amino, hydroxy or  $C_{1-4}$ -alkylamino, and
- t) heterocyclyl- $C_{1-4}$ -alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or  $C_{1-4}$ -alkylamino;
- 30 preferably selected from
  - a) 4-6 membered saturated heterocyclyl,
  - b) 10 membered partially saturated heterocyclyl,
  - c) 5-10 membered heteroaryl,
  - d)  $C_{1-3}$ -aminoalkyl,

- 38 -

- e) C<sub>1-3</sub>-aminoalkylamino,  
f) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkylamino,  
g) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
h) phenylamino-C<sub>1-3</sub>-alkyl,  
5 i) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
j) heterocyclyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
k) phenyl, naphthyl or tetrahydronaphthyl,  
l) C<sub>1-3</sub>-alkyl,  
m) phenyl-C<sub>1-2</sub>-alkyl,  
10 n) 5-10-membered saturated or partially unsaturated  
heterocyclylmethyl,  
o) 5-6 membered heteroaryl-C<sub>1-4</sub>-alkyl,  
p) C<sub>5-6</sub>-cycloalkyl,  
q) C<sub>1-3</sub>-aminoalkoxy,  
15 r) [5- or 6- membered heterocyclyl]-C<sub>1-3</sub>-alkoxy,  
s) N-(5-10-membered heterocyclyl-C<sub>1-3</sub>-alkyl)amino,  
t) phenyl-C<sub>1-2</sub>-alkyl where the alkyl portion is  
substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino,  
and  
20 u) 5- or 6- membered heterocyclyl-C<sub>1-3</sub>-alkylenyl where  
the alkylenyl portion is substituted with amino,  
hydroxy or C<sub>1-3</sub>-alkylamino;  
more preferably N-(piperidylmethyl)amino,  
aminopropylamino, aminomethyl, aminoethyl,  
25 aminopropyl, N-methylaminomethyl, N-(4-  
chlorophenyl)aminoethyl, N-methylaminoethyl, N,N-  
dimethylaminoethyl, 2-aminoethyl, aminopropoxy,  
pyrrolidinylmethoxy, N-methylaminoethylamino, 3-  
aminocyclopentyl, 4-aminocyclohexyl, 1-  
30 aminocyclohexyl, 2-indolyl, octahydro-indolyl, 1-  
methylindol-2-yl, 3-pyridyl, 2-pyridyl, N-  
methylbenzopyrrolyl, 5-benzopyrrolyl, 2-  
benzofuran, benzodioxolyl, 2-benzothienyl, 4-

- 39 -

imidazolylmethyl, 3-azetidiny optionally N-substituted with a substituent selected from methyl, ethyl, propyl, isopropyl, butyl, isobutyl, pentyl, cyclohexylmethyl and benzyl,

6-quinolyl, 2-quinolyl, 3-isoquinolyl, tetrahydroisoquinolyl, N-methylpyrrolidin-2-yl, pyrrolidin-2-yl, 5-oxopyrrolidin-2-yl, 3-phenylpyrrolidin-2-yl, (1-methyl-5-oxo-2-(pyridin-3-yl)-pyrrolidin-3-yl)methyl, thienyl, 4-piperidyl, 4-piperidylmethyl, N-methyl-4-piperidyl, N-methyl-2-piperidyl, N-ethyl-4-piperidyl, N-isobutyl-4-piperidyl, 3-piperidyl, 3-(aminomethyl)phenyl, 4-(trifluoromethyl)phenyl, 3-(trifluoromethyl)phenyl, 2-methylphenyl, 4-methoxyphenyl, 4-chlorophenyl, 3-chlorophenyl, 2-chlorophenyl, 3,4-dichlorophenyl, 4-fluorophenyl, 3-fluorophenyl, 2-aminophenyl, 3-aminophenyl, isopropyl, 4-chlorophenylmethyl, benzyl, phenyl-2-hydroxyethyl, 1-(amino)benzyl, 2-(1,2,3,4-tetrahydronaphthyl), naphthyl, (2-benzylamino)ethyl, imidazol-4-yl-(1-amino)ethyl, phenyl-1-(methylamino)ethyl and phenyl-1-(amino)ethyl;

wherein R<sup>17</sup> is selected from H, C<sub>1-4</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-; preferably H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub>-cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl; more preferably H, methyl, ethyl, propyl, isopropyl, cyclopropyl, cyclopropylmethyl, cyclopentyl, cyclopentylmethyl, cyclohexyl, cyclohexylmethyl, phenylpropyl, phenylethyl, benzyl and phenyl;

wherein R<sup>19</sup> is selected from H, R<sup>23</sup>SO<sub>2</sub>-, C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-

- 40 -

alkyl, C<sub>3-7</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-  
 alkylamino-C<sub>1-6</sub>-alkyl, heteroaryl-amino-C<sub>1-6</sub>-alkyl,  
 heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-alkyl,  
 aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryloxy-C<sub>1-6</sub>-alkyl,  
 5 heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-alkyl,  
 aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, hydroxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
 alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-  
 alkylcarbonyl, C<sub>1-6</sub>-alkoxycarbonyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-  
 alkylcarbonyl, C<sub>1-6</sub>-alkylaminocarbonyl, arylcarbonyl,  
 10 aralkylcarbonyl, C<sub>3-7</sub>-cycloalkylcarbonyl, C<sub>3-7</sub>-cycloalkyl-  
 C<sub>1-6</sub>-alkylcarbonyl, heteroaryl-C<sub>1-6</sub>-alkylcarbonyl and  
 heteroarylcarbonyl;  
 preferably H, R<sup>23</sup>SO<sub>2</sub><sup>-</sup>, C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub><sup>-</sup>,  
 amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-  
 15 cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-  
 alkylamino-C<sub>1-6</sub>-alkyl, heteroaryl-amino-C<sub>1-6</sub>-alkyl,  
 heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-  
 alkyl, aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryloxy-C<sub>1-6</sub>-  
 6-alkyl, heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-  
 20 6-alkyl, aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, hydroxy-C<sub>1-6</sub>-  
 alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl,  
 C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-6</sub>-alkoxycarbonyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-  
 alkylcarbonyl, C<sub>1-6</sub>-alkylaminocarbonyl, arylcarbonyl,  
 aralkylcarbonyl, C<sub>3-7</sub>-cycloalkylcarbonyl, C<sub>3-7</sub>-  
 25 cycloalkyl-C<sub>1-6</sub>-alkylcarbonyl, heteroaryl-C<sub>1-6</sub>-  
 alkylcarbonyl and heteroarylcarbonyl;  
 more preferably H, methyl, ethyl, propyl, isopropyl,  
 isopentyl, 3-ethylbutyl, hydroxymethyl,  
 hydroxyethyl, cyclopropylmethyl, 1-  
 30 (ethoxycarbonyl)cycloprop-2-ylmethyl, R<sup>23</sup>SO<sub>2</sub><sup>-</sup>,  
 aminomethyl, aminoethyl, dimethylaminoethyl,  
 diethylaminoethyl, dipropylaminoethyl, di-  
 isobutylaminoethyl, di-*tert*-butylmethylaminoethyl,  
 furylmethylaminoethyl, thienylmethylaminoethyl,

- 41 -

benzylaminoethyl, di(furylmethyl)aminoethyl,  
di(cyclopropylmethyl)aminoethyl,  
di(thienylmethyl)aminoethyl, di(benzyl)aminoethyl,  
phenylmethoxyethyl, pyridyloxymethyl,  
5 methylthiopropyl, methylcarbonyl, ethylcarbonyl,  
propylcarbonyl, isopropylcarbonyl,  
isobutylcarbonyl, tert-butylcarbonyl,  
pentylcarbonyl, cyclopentylcarbonyl,  
cyclopropylcarbonyl, cyclohexylcarbonyl,  
10 methoxycarbonyl, methoxymethylcarbonyl,  
ethoxycarbonyl, propoxycarbonyl,  
methylaminocarbonyl, ethylaminocarbonyl,  
propylaminocarbonyl, optionally substituted  
benzylcarbonyl, optionally substituted  
15 phenylethylcarbonyl, optionally substituted  
phenylcarbonyl and optionally substituted  
pyridylcarbonyl;  
wherein R<sup>20</sup> is selected from H, C<sub>1-8</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-  
(CH<sub>2</sub>)<sub>n</sub>-, C<sub>1-3</sub>-alkylsulfonyl, amino-C<sub>1-3</sub>-alkylamino,  
20 heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;  
preferably H, C<sub>1-7</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-  
5-6-membered heterocyclyl, C<sub>1-3</sub>-alkylsulfonyl, amino-  
C<sub>1-3</sub>-alkyl and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
more preferably H, methyl, ethyl, propyl,  
25 isopropyl, butyl, isobutyl, pentyl, hexyl,  
heptyl, cyclopropylmethyl, cyclobutylmethyl,  
cyclopentylmethyl, cyclohexylmethyl, cyclopropyl,  
cyclohexyl, methylsulfonyl, aminoethyl,  
optionally substituted phenyl, optionally  
30 substituted imidazolyl, optionally substituted  
thienylmethyl, optionally substituted  
furylmethyl, optionally substituted  
pyrrolidinylmethyl, optionally substituted  
pyridylmethyl, optionally substituted

- 42 -

thienylmethyl, optionally substituted benzyl,  
optionally substituted phenylethyl and optionally  
substituted phenylpropyl;  
alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom  
5 form a 4-8 membered heterocyclic ring;  
preferably a 5 membered heterocyclic ring;  
more preferably a heterocyclic ring selected from  
triazolyl, tetrazolyl, 2-pyridone, oxo-  
pyrrolidinyl, 2-oxo-piperidinyl, 4,5-dihydro-2-  
10 oxo-oxazolyl, 1,1-dioxo-isothiazolidin-2-yl, 2-  
oxo-imidazolin-1-yl, 3-methyl-2-oxo-imidazolin-1-  
yl, piperidinyl optionally  
substituted with one or more substituents selected  
from methyl, ethyl, propyl, and isopropyl,  
15 piperazinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl,  
imidazolyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
20 isopropyl, and  
pyrrolidinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl;  
wherein R<sup>21</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>2-6</sub>-alkenyl, C<sub>1-6</sub>-  
25 alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl,  
amino-C<sub>1-6</sub>-alkyl, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, C<sub>3-7</sub>-cycloalkyl-  
(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;  
preferably H, C<sub>1-3</sub>-alkyl, C<sub>2-3</sub>-alkenyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-  
alkyl, C<sub>1-3</sub>-alkylcarbonylamino-C<sub>1-3</sub>-alkyl, amino-C<sub>1-3</sub>-  
30 alkyl, -(CH<sub>2</sub>)<sub>n</sub>-[5- or 6- membered heterocyclyl], -  
(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
more preferably H, methyl, ethyl, propyl,  
isopropyl, allyl, methylthioethyl,  
methylthiomethyl, methylcarbonylaminoethyl,

- 43 -

methylcarbonylaminomethyl, aminomethyl,  
aminoethyl, 1-methylpyrrolidinylethyl,  
piperidinylethyl, pyridyl, cyclopentylmethyl,  
cyclohexylmethyl, phenyl, 4-chlorophenylmethyl,  
5 4-phenoxyphenylethyl, benzyl and phenylethyl;  
wherein  $R^{22}$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n-C_{3-7}$ -  
cycloalkyl,  $-(CH_2)_n$ -heterocyclyl and  $-(CH_2)_n$ -aryl;  
preferably H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -  
[5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl;  
10 more preferably H or methyl;  
alternatively  $R^{21}$  and  $R^{22}$  together with the amide nitrogen  
atom form a 4-7 membered saturated heterocyclic ring;  
preferably a 5-6 membered heterocyclic ring;  
more preferably a ring selected from pyrrolidinyl,  
15 morpholino, piperidinyl, piperazinyl, 4-  
acetylpiperazinyl and 4-methylpiperazinyl;  
wherein  $R^{23}$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n-C_{3-7}$ -  
cycloalkyl,  $-(CH_2)_n$ -heterocyclyl and  $-(CH_2)_n$ -aryl;  
preferably H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -  
20 [5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl;  
more preferably H, methyl, ethyl, propyl,  
optionally substituted thienyl, optionally  
substituted phenyl, optionally substituted  
benzyl, optionally substituted phenylethyl and  
25 optionally substituted phenylpropyl;  
wherein n is 0, 1, 2 or 3;  
wherein m is 0, 1 or 2; and  
wherein aryl, heterocyclyl are optionally substituted  
with one or more substituents selected from  $C_{1-2}$ -  
30 haloalkyl,  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl, chloro,  
fluoro,  $-OR^{17}$ ,  $-NR^{17}CO_2R^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $N(R^{17})_2$ , cyano, -  
 $COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ , nitro,  $-SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-3}$ -haloalkoxy;



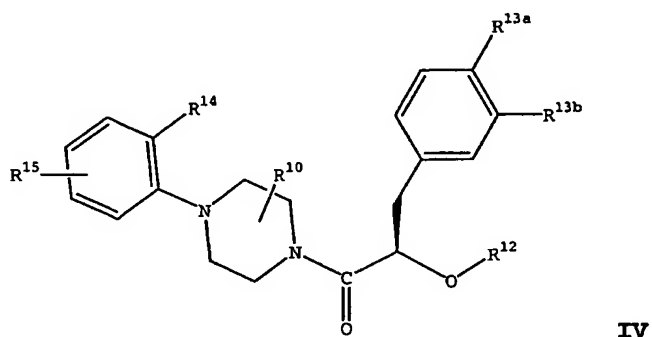
- 44 -

preferably with one or more substituents selected from  
 $C_{1-2}$ -haloalkyl,  $C_{1-2}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl,  
 chloro, fluoro,  $-OR^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $-NR^{17}CO_2R^{17}$ ,  $N(R^{17})_2$ ,  
 cyano,  $-COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ , nitro,  $-SO_2N(R^{17})_2$ , -  
 5  $S(O)_mR^{17}$ , and  $C_{1-2}$ -haloalkoxy;

more preferably with one or more substituents  
 selected from trifluoromethyl, methyl, nitro,  
 cyano, chloro, methoxy, phenyloxy, acetyl, amino,  
 dimethylamino and aminomethyl.

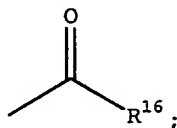
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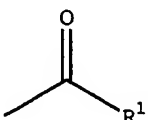
The invention also relates to compounds of Formula IV



15 wherein  $R^{10}$  is selected from H, chloro or fluoro; or wherein  
 $R^{10}$  is a  $C_{1-4}$ -alkylene bridge;  
 preferably H;

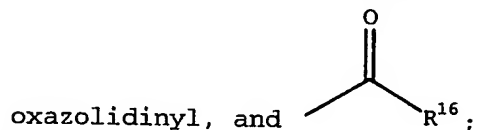
wherein  $R^{12}$  is selected from optionally substituted phenyl-  
 $C_{1-2}$ -alkylenyl, optionally substituted 5-10 membered  
 20 heteroaryl and



preferably , optionally substituted benzyl,  
 and optionally substituted 5-10-membered heteroaryl;

- 45 -

more preferably oxazolylpyridyl, 4-(N,N-dimethylamino)phenylmethyl, 2,2-dimethyl-



wherein R<sup>13a</sup> and R<sup>13b</sup> are independently selected from H,

5 fluoro, iodo, bromo, chloro, C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-haloalkyl, and C<sub>1-2</sub>-alkoxy; or wherein R<sup>13a</sup> and R<sup>13b</sup> together form an C<sub>1-4</sub>-alkenylene bridge;

preferably H, chloro, trifluoromethyl and methoxy;

more preferably H and chloro;

10 wherein R<sup>14</sup> is selected from R<sup>19</sup>R<sup>20</sup>N-, R<sup>19</sup>R<sup>20</sup>N-C<sub>1-4</sub>-alkyl, (R<sup>21</sup>R<sup>22</sup>N-) (O=)C-, C<sub>1-4</sub>-haloalkyl, C<sub>2-4</sub>-hydroxyalkyl, heterocycloxy-C<sub>1-4</sub>-alkyl, aryloxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxycarbonyl;

preferably trifluoromethyl, 2-hydroxyethyl, 1-

15 hydroxyethyl, R<sup>19</sup>R<sup>20</sup>N-, R<sup>19</sup>R<sup>20</sup>N-C<sub>1-2</sub>-alkyl and (R<sup>21</sup>R<sup>22</sup>N-) (O=)C-;

more preferably N-pyrrolidinylcarbonyl, N-

morpholinocarbonyl, N-

piperidinyloethylaminocarbonyl, benzylaminocarbonyl,

20 N-methyl-N-benzylaminocarbonyl,

aminoethylaminocarbonyl, pyridylaminocarbonyl,

methylthioethylaminocarbonyl,

methylcarbonylaminoethylaminocarbonyl, 1-

methylpyrrolidinylethylaminocarbonyl,

25 phenethylaminocarbonyl, phenylaminocarbonyl,

cyclohexylmethylaminocarbonyl, N-methyl-N-

phenethylaminocarbonyl, N,N-dimethylaminocarbonyl,

4-chlorophenylmethylaminocarbonyl,

phenoxyphenethylaminocarbonyl, allylaminocarbonyl,

30 4-methylpiperazinylcarbonyl, 4-

acetylpiperazinylcarbonyl, isopropylaminocarbonyl,

- 46 -

1- (N-cyclopropylmethylamino)ethyl, 1- (N-methyl-N-methylcarbonylamino)ethyl, 1- (N-isopropylamino)ethyl, 1- (N-isobutyl-N-methylamino)ethyl, N-cyclopropylmethyl-N-propylaminomethyl, N,N-dicyclopropylmethylaminomethyl, 1- (N-propyl-N-methylamino)ethyl, 1- (N-methyl-N-methylsulfonylamino)ethyl, triazolylmethyl, imidazol-1-ylmethyl, 2-isopropylimidazol-1-ylmethyl, 2-propylimidazol-1-yl-methyl, 2-oxo-pyrid-1-yl-methyl, 3-pyridyl-oxymethyl, 2-methylimidazol-1-yl-methyl, tetrazolylmethyl, 2,5-dimethylpyrrolidin-1-ylmethyl, 2-oxo-pyrrolidin-1-yl-methyl, 2-oxo-piperidin-1-yl-methyl, 4,5-dihydro-2-oxo-oxazol-3-yl-methyl, pyrrolidin-1-ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, piperazin-1-yl-methyl, 4-methylpiperazin-1-yl-methyl, piperidin-1-yl-methyl, 1- (N-ethyl-N-methylamino)ethyl, 1- (N,N-dipropylamino)ethyl, 1- (N,N-diisopropylamino)ethyl, 1- (N-(1-ethoxycarbonyl)cycloprop-2-ylmethyl-N-methylamino)ethyl, 1- (N-(2-methylbutyl)-N-methylamino)ethyl, 1- (N-(4-methylcarbonylamino)phenyl)methyl-N-methylamino)ethyl, 1- (N-methylamino)ethyl, 1- (N,N-dimethylamino)ethyl, N,N-dimethylaminomethyl, N-cyclopropylmethyl-N-methylsulfonylaminomethyl, 1- (N-(3-thienyl)methyl-N-methylamino)ethyl, 1- (N-phenylmethoxyethyl-N-methylamino)ethyl, 1- (N-(2-methoxyphenyl)methyl-N-methylamino)ethyl, 1- (N-(4-pyridyl)methyl-N-methylamino)ethyl, 1- (N-(2-pyrrolidinyl)methyl-N-methylamino)ethyl, 1- (N-(3-methoxyphenyl)methyl-N-methylamino)ethyl, 1- (N-(4-methoxyphenyl)methyl-N-methylamino)ethyl, 1- (N-

- 47 -

benzyl-N-methylamino)ethyl, 1-(N-methyl-N-aminoethylamino)ethyl, 1-(N-cyclohexylmethyl-N-methylamino)ethyl, N,N-dimethylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl,  
5 N-propyl-N-methylsulfonylamino, N-(methylsulfonyl)-N-propylamino, N-(methylsulfonyl)-N-cyclopropylmethylamino, N-(methylsulfonyl)-N-aminoethylamino, N-(methylsulfonyl)-N-(N',N'-dimethylaminoethyl)amino, N-(N',N'-diethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-dipropylaminoethyl)-N-methylsulfonylamino, N-(N',N'-diisobutylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di-tert-butylmethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di(cyclopropylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(2-furylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(3-thienylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(benzyl)aminoethyl)-N-methylsulfonylamino, N-(methylsulfonyl)-N-isobutylamino, N-(methylsulfonyl)-N-methylamino, N-(methylsulfonyl)-N-phenethylamino, N-(methylsulfonyl)amino, N-(benzylsulfonyl)amino, N-(propylsulfonyl)amino, N-(phenylsulfonyl)amino, N-(methylsulfonyl)-N-phenylpropylamino, thienylsulfonylamino, (2-nitrophenyl)methylsulfonylamino, (2,4,6-trimethylphenyl)sulfonylamino, (2-cyanophenyl)sulfonylamino,  
10 15 20 25 30  
N-methoxymethylcarbonyl-N-cyclopropylmethylamino, N-methylcarbonyl-N-cyclopropylmethylamino, N-phenylcarbonyl-N-cyclopropylmethylamino, N-(3-methoxyphenylcarbonyl)-N-cyclopropylmethylamino, N-

- 48 -

benzylcarbonyl-N-cyclopropylmethylamino, N-phenylethyl-N-cyclopropylmethylamino, N-(2-imidazolyl)-N-cyclopropylmethylamino, N-(4-methyl-5-imidazolyl)-N-cyclopropylmethylamino, N-(2-thienylmethyl)-N-cyclopropylmethylamino, N-(3-thienylmethyl)-N-cyclopropylmethylamino, N-(3-furylmethyl)-N-cyclopropylmethylamino, N-(4-imidazolyl)-N-cyclopropylmethylamino, N-cyclopentylcarbonyl-N-cyclopropylmethylamino, N-cyclohexylcarbonyl-N-cyclopropylmethylamino, N-methylthiopropyl-N-cyclopropylmethylamino, N-ethylcarbonyl-N-cyclopropylmethylamino, N-isopropylcarbonyl-N-cyclopropylmethylamino, N-isobutylcarbonyl-N-cyclopropylmethylamino, N-ethyl-N-cyclopropylmethylamino, N-isobutyl-N-cyclopropylmethylamino, N-cyclopropylcarbonyl-N-cyclopropylmethylamino, N,N-di(cyclopropylmethyl)amino, N-methoxymethylcarbonyl-N-aminoethylamino, N-ethylcarbonyl-N-aminoethylamino, N-isopropylcarbonyl-N-aminoethylamino, N-isobutylcarbonyl-N-aminoethylamino, N-tert-butylcarbonyl-N-aminoethylamino, N-propylcarbonyl-N-aminoethylamino, N-pentylcarbonyl-N-aminoethylamino, N-ethyl-N-aminoethylamino, N-propyl-N-aminoethylamino, N-cyclopropyl-N-aminoethylamino, N-cyclopropylmethyl-N-aminoethylamino, N-cyclobutylmethyl-N-aminoethylamino, N-butyl-N-aminoethylamino, N-pentyl-N-aminoethylamino, N-hexyl-N-aminoethylamino, N-heptyl-N-aminoethylamino, N-(3-ethylbutyl)-N-aminoethylamino, N-cyclohexylcarbonyl-N-aminoethylamino, N-phenylcarbonyl-N-aminoethylamino, N-(3-

- 49 -

- methoxyphenyl) carbonyl-N-aminoethylamino, N-benzylcarbonyl-N-aminoethylamino, N-phenylethylcarbonyl-N-aminoethylamino, N-pyridylcarbonyl-N-aminoethylamino, N-thienylmethyl-N-aminoethylamino,
- 5 aminoethylamino, pyridylcarbonylamino, N-cyclopropylmethylamino, methylcarbonylamino, methoxycarbonylamino, trifluoromethyl, 2-hydroxyethyl, 1-hydroxyethyl,
- 10 methylaminocarbonylamino, 1,1-dioxo-isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl and 3-methyl-2-oxo-imidazolin-1-yl;
- wherein R<sup>15</sup> is selected from H, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-alkyl, halo, -OR<sup>17</sup>, and -N(R<sup>17</sup>)<sub>2</sub>;
- 15 preferably H and C<sub>1-2</sub>-haloalkyl;
- more preferably H or trifluoromethyl;
- wherein R<sup>16</sup> is selected from
- a) 4-6 membered saturated heterocyclyl,
- b) 10 membered partially saturated heterocyclyl,
- 20 c) 5-10 membered heteroaryl,
- d) C<sub>1-4</sub>-aminoalkyl,
- e) C<sub>1-4</sub>-aminoalkylamino,
- f) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkylamino,
- g) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- 25 h) arylamino-C<sub>1-4</sub>-alkyl,
- i) aryl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- j) heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
- k) aryl, provided if 2-substituted aryl, is 2-substituted with amino or chloro,
- 30 l) C<sub>1-4</sub>-alkyl,
- m) aryl-C<sub>1-4</sub>-alkyl,
- n) heterocyclyl-C<sub>1-4</sub>-alkyl, provided R<sup>16</sup> is not 3-methylindol-1-ylethyl,
- o) C<sub>5-6</sub>-cycloalkyl,

- 50 -

- p) C<sub>1-4</sub>-aminoalkoxy,  
q) heterocyclyl-C<sub>1-4</sub>-alkoxy,  
r) N-(heterocyclyl-C<sub>1-4</sub>-alkyl)amino,  
s) aryl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted  
5 with amino, hydroxy or alkylamino, and  
t) heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion  
is substituted with amino, hydroxy or C<sub>1</sub>-C<sub>4</sub>-alkylamino;  
preferably selected from  
a) 4-6 membered saturated heterocyclyl,  
10 b) 10 membered partially saturated heterocyclyl,  
c) 5-10 membered heteroaryl,  
d) C<sub>1-3</sub>-aminoalkyl,  
e) C<sub>1-3</sub>-aminoalkylamino,  
f) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkylamino,  
15 g) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
h) phenylamino-C<sub>1-3</sub>-alkyl,  
i) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
j) heterocyclyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,  
k) phenyl, naphthyl or tetrahydronaphthyl  
20 l) C<sub>1-3</sub>-alkyl,  
m) phenyl-C<sub>1-2</sub>-alkyl,  
n) 5-10-membered saturated or partially unsaturated  
heterocyclylmethyl,  
o) 5-6 membered heteroaryl-C<sub>1-4</sub>-alkyl,  
25 p) C<sub>5-6</sub>-cycloalkyl,  
q) C<sub>1-3</sub>-aminoalkoxy,  
r) [5- or 6- membered heterocyclyl]-C<sub>1-3</sub>-alkoxy,  
s) N-(5-10-membered heterocyclyl-C<sub>1-3</sub>-alkyl)amino,  
t) phenyl-C<sub>1-2</sub>-alkyl where the alkyl portion is  
30 substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino,  
and  
u) 5- or 6- membered heterocyclyl-C<sub>1-3</sub>-alkylenyl where  
the alkylenyl portion is substituted with amino,  
hydroxy or C<sub>1-3</sub>-alkylamino;

- 51 -

more preferably N-(piperidylmethyl)amino,  
aminopropylamino, aminomethyl, aminoethyl,  
aminopropyl, N-methylaminomethyl, N-(4-  
chlorophenyl)aminoethyl, N-methylaminoethyl, N,N-  
5 dimethylaminoethyl, 2-aminoethyl, aminopropoxy,  
pyrrolidinylmethoxy, N-methylaminoethylamino, 3-  
aminocyclopentyl, 4-aminocyclohexyl, 1-  
aminocyclohexyl, 2-indolyl, octahydro-indolyl, 1-  
methylindol-2-yl, 3-pyridyl, 2-pyridyl, N-  
10 methylbenzopyrrolyl, 5-benzopyrrolyl, 2-benzofuran,  
benzodioxolyl, 2-benzothienyl, 4-imidazolylmethyl,  
3-azetidiny optionally N-substituted with a  
substituent  
selected from methyl, ethyl, propyl, isopropyl,  
15 butyl, isobutyl, pentyl, cyclohexylmethyl and  
benzyl,  
6-quinolyl, 2-quinolyl, 3-isoquinolyl,  
tetrahydroisoquinolyl, N-methylpyrrolidin-2-yl,  
pyrrolidin-2-yl, 5-oxopyrrolidin-2-yl, 3-  
20 phenylpyrrolidin-2-yl, (1-methyl-5-oxo-2-(pyridin-  
3-yl)-pyrrolidin-3-yl)methyl, thienyl, 4-piperidyl,  
4-piperidylmethyl, N-methyl-4-piperidyl, N-methyl-  
2-piperidyl, N-ethyl-4-piperidyl, N-isobutyl-4-  
piperidyl, 3-piperidyl, 3-(aminomethyl)phenyl, 4-  
25 (trifluoromethyl)phenyl, 3-(trifluoromethyl)phenyl,  
2-methylphenyl, 4-methoxyphenyl, 4-chlorophenyl, 3-  
chlorophenyl, 2-chlorophenyl, 3,4-dichlorophenyl,  
4-fluorophenyl, 3-fluorophenyl, 2-aminophenyl, 3-  
aminophenyl, isopropyl, 4-chlorophenylmethyl,  
30 benzyl, phenyl-2-hydroxyethyl, 1-(amino)benzyl, 2-  
(1,2,3,4-tetrahydronaphthyl), naphthyl, (2-  
benzylamino)ethyl, imidazol-4-yl-(1-amino)ethyl,  
phenyl-1-(methylamino)ethyl and phenyl-1-  
(amino)ethyl;



- 52 -

wherein R<sup>17</sup> is selected from H, C<sub>1-4</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;

preferably H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub>-cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;

5 more preferably H, methyl, ethyl, propyl, isopropyl, cyclopropyl, cyclopropylmethyl, cyclopentyl, cyclopentylmethyl, cyclohexyl, cyclohexylmethyl, phenylpropyl, phenylethyl, benzyl and phenyl;

wherein R<sup>19</sup> is selected from H, R<sup>23</sup>SO<sub>2</sub>-, C<sub>1-6</sub>-alkyl, amino-C<sub>1-3</sub>-alkyl, C<sub>1-5</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>3-5</sub>-cycloalkylamino-C<sub>1-3</sub>-alkyl, C<sub>3-5</sub>-cycloalkyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, heteroaryl-amino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, phenylamino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryloxy-C<sub>1-3</sub>-alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, hydroxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkoxycarbonyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylaminocarbonyl, C<sub>3-6</sub>-cycloalkylcarbonyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylcarbonyl, phenylcarbonyl, phenyl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6-membered heteroaryl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6-membered heteroarylcarbonyl and -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-5</sub>-cycloalkyl optionally substituted with C<sub>1-2</sub>-alkoxycarbonyl;

preferably R<sup>23</sup>SO<sub>2</sub>-, amino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkoxycarbonyl, C<sub>1-3</sub>-alkylaminocarbonyl and 5- or 6-membered heteroarylcarbonyl;

more preferably H, methyl, ethyl, propyl, isopropyl, isopentyl, 3-ethylbutyl, hydroxymethyl, hydroxyethyl, cyclopropylmethyl, 1-(ethoxycarbonyl)cycloprop-2-ylmethyl, R<sup>23</sup>SO<sub>2</sub>-, aminomethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, dipropylaminoethyl, diisobutylaminoethyl, di-tert-butylmethylaminoethyl, furylmethylaminoethyl,

- 53 -

thienylmethylaminoethyl, benzylaminoethyl,  
di(furylmethyl)aminoethyl,  
di(cyclopropylmethyl)aminoethyl,  
di(thienylmethyl)aminoethyl,  
5 di(benzyl)aminoethyl, phenylmethoxyethyl,  
pyridyloxymethyl, methylthiopropyl,  
methylcarbonyl, ethylcarbonyl, propylcarbonyl,  
isopropylcarbonyl, isobutylcarbonyl, tert-  
butylcarbonyl, pentylcarbonyl,  
10 cyclopentylcarbonyl, cyclopropylcarbonyl,  
cyclohexylcarbonyl, methoxycarbonyl,  
methoxymethylcarbonyl, ethoxycarbonyl,  
propoxycarbonyl, methylaminocarbonyl,  
ethylaminocarbonyl, propylaminocarbonyl,  
15 optionally substituted benzylcarbonyl, optionally  
substituted phenylethylcarbonyl, optionally  
substituted phenylcarbonyl and optionally  
substituted pyridylcarbonyl;  
wherein R<sup>20</sup> is selected from H, C<sub>1-8</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-  
20 (CH<sub>2</sub>)<sub>n</sub>-, C<sub>1-3</sub>-alkylsulfonyl, amino-C<sub>1-3</sub>-alkylamino,  
heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;  
preferably H, C<sub>1-7</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-  
5-6-membered heterocyclyl, C<sub>1-3</sub>-alkylsulfonyl, amino-  
C<sub>1-3</sub>-alkyl and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
25 more preferably H, methyl, ethyl, propyl,  
isopropyl, butyl, isobutyl, pentyl, hexyl,  
heptyl, cyclopropylmethyl, cyclobutylmethyl,  
cyclopentylmethyl, cyclohexylmethyl, cyclopropyl,  
cyclohexyl, methylsulfonyl, aminoethyl,  
30 optionally substituted phenyl, optionally  
substituted imidazolyl, optionally substituted  
thienylmethyl, optionally substituted  
furylmethyl, optionally substituted  
pyrrolidinylmethyl, optionally substituted

- 54 -

- pyridylmethyl, optionally substituted  
thienylmethyl, optionally substituted benzyl,  
optionally substituted phenylethyl and optionally  
substituted phenylpropyl;
- 5 alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom  
form a 4-8 membered heterocyclic ring;  
preferably a 5 membered heterocyclic ring;  
more preferably a heterocyclic ring selected from  
triazolyl, tetrazolyl, 2-pyridone, oxo-
- 10 pyrrolidinyl, 2-oxo-piperidinyl, 4,5-dihydro-2-  
oxo-oxazolyl, 1,1-dioxo-isothiazolidin-2-yl, 2-  
oxo-imidazolin-1-yl, 3-methyl-2-oxo-imidazolin-1-  
yl, piperidinyl optionally  
substituted with one or more substituents selected
- 15 from methyl, ethyl, propyl, and isopropyl,  
piperazinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl,  
imidazolyl optionally substituted with one or more
- 20 substituents selected from methyl, ethyl, propyl, and  
isopropyl, and  
pyrrolidinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl;
- 25 wherein R<sup>21</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>2-6</sub>-alkenyl, C<sub>1-6</sub>-  
alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl,  
amino-C<sub>1-6</sub>-alkyl, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, C<sub>3-7</sub>-cycloalkyl-  
(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;  
preferably H, C<sub>1-3</sub>-alkyl, C<sub>2-3</sub>-alkenyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-
- 30 alkyl, C<sub>1-3</sub>-alkylcarbonylamino-C<sub>1-3</sub>-alkyl, amino-C<sub>1-3</sub>-  
alkyl, -(CH<sub>2</sub>)<sub>n</sub>-[5- or 6- membered heterocyclyl], -  
(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
more preferably H, methyl, ethyl, propyl,  
isopropyl, allyl, methylthioethyl,

- 55 -

methylthiomethyl, methylcarbonylaminoethyl,  
methylcarbonylaminomethyl, aminomethyl,  
aminoethyl, 1-methylpyrrolidinyethyl,  
piperidinyethyl, pyridyl, cyclopentylmethyl,  
5 cyclohexylmethyl, phenyl, 4-chlorophenylmethyl,  
4-phenoxyphenylethyl, benzyl and phenylethyl;  
wherein R<sup>22</sup> is selected from H, C<sub>1-6</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-7</sub>-  
cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl and -(CH<sub>2</sub>)<sub>n</sub>-aryl;  
preferably H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-  
10 [5- or 6- membered heterocyclyl] and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
more preferably H or methyl;  
alternatively R<sup>21</sup> and R<sup>22</sup> together with the amide nitrogen  
atom form a 4-7 membered saturated heterocyclic ring;  
preferably a 5-6 membered heterocyclic ring;  
15 more preferably a ring selected from pyrrolidinyl,  
morpholino, piperidinyl, piperazinyl, 4-  
acetylpiperazinyl and 4-methylpiperazinyl;  
wherein R<sup>23</sup> is selected from H, C<sub>1-6</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-7</sub>-  
cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl and -(CH<sub>2</sub>)<sub>n</sub>-aryl;  
20 preferably H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-  
[5- or 6- membered heterocyclyl] and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
more preferably H, methyl, ethyl, propyl,  
optionally substituted thienyl, optionally  
substituted phenyl, optionally substituted  
25 benzyl, optionally substituted phenylethyl and  
optionally substituted phenylpropyl;  
wherein n is 0, 1, 2 or 3;  
wherein m is 0, 1 or 2; and  
wherein aryl, heterocyclyl are optionally substituted  
30 with one or more substituents selected from C<sub>1-2</sub>-  
haloalkyl, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-cycloalkyl, chloro,  
fluoro, -OR<sup>17</sup>, -NR<sup>17</sup>SO<sub>2</sub>R<sup>17</sup>, -NR<sup>17</sup>CO<sub>2</sub>R<sup>17</sup>, N(R<sup>17</sup>)<sub>2</sub>, cyano, -  
COR<sup>17</sup>, -C(R<sup>17</sup>)<sub>2</sub>N(R<sup>17</sup>)<sub>2</sub>, nitro, -SO<sub>2</sub>N(R<sup>17</sup>)<sub>2</sub>, -S(O)<sub>m</sub>R<sup>17</sup>, and C<sub>1</sub>-  
3-haloalkoxy;

- 56 -

preferably with one or more substituents selected from  
C<sub>1-2</sub>-haloalkyl, C<sub>1-2</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-cycloalkyl,  
chloro, fluoro, -OR<sup>17</sup>, -NR<sup>17</sup>SO<sub>2</sub>R<sup>17</sup>, -NR<sup>17</sup>CO<sub>2</sub>R<sup>17</sup>, N(R<sup>17</sup>)<sub>2</sub>,  
cyano, -COR<sup>17</sup>, -C(R<sup>17</sup>)<sub>2</sub>N(R<sup>17</sup>)<sub>2</sub>, nitro, -SO<sub>2</sub>N(R<sup>17</sup>)<sub>2</sub>, -  
5 S(O)<sub>m</sub>R<sup>17</sup>, and C<sub>1-2</sub>-haloalkoxy;

more preferably with one or more substituents  
selected from trifluoromethyl, methyl, nitro,  
cyano, chloro, methoxy, phenyloxy, acetyl, amino,  
dimethylamino and aminomethyl.

10

### Indications

Compounds of the present invention would be useful  
for, but not limited to, the prevention or treatment of  
obesity and obesity-related diseases. The compounds of the  
15 invention have MCR agonist activity, including MCR4 agonist  
activity.

Compounds of formula I are MCR agonists and as such  
are useful in the treatment, control or prevention of  
diseases, disorders or conditions responsive to the  
20 activation of one or more of the MCRs including, but are not  
limited to, MCR1, MCR2, MCR3, MCR4, and/or MCR5. Such  
diseases, disorders or conditions include, but are not  
limited to, obesity (by reducing appetite, increasing  
metabolic rate, reducing fat intake or reducing carbohydrate  
25 craving), diabetes mellitus (by enhancing glucose tolerance,  
decreasing insulin resistance), hypertension,  
hyperlipidemia, osteoarthritis, cancer, gall bladder  
disease, sleep apnea, depression, anxiety, compulsion,  
neuroses, insomnia/sleep disorder, substance abuse, pain,  
30 male and female sexual dysfunction (including impotence,  
loss of libido and erectile dysfunction), fever,  
inflammation, immunomodulation, rheumatoid arthritis, skin  
tanning, acne and other skin disorders, neuroprotective and

- 57 -

cognitive and memory enhancement including the treatment of Alzheimer's disease.

Other conditions that can be treated with the MC receptor agonists of the invention include, but are not limited to, disuse deconditioning; organ damage such as occurs in response to organ transplantation or ischemic injury such as that which can occur after reperfusion or stroke; adverse reactions associated with cancer chemotherapy; diseases such as atherosclerosis that are mediated by free radicals and nitric oxide action; bacterial endotoxic sepsis and related shock; adult respiratory distress syndrome; and autoimmune or other patho-immunogenic diseases or reactions such as allergic reactions or anaphylaxis, rheumatoid arthritis, inflammatory bowel disease, ulcerative colitis, glomerulonephritis, systemic lupus erythematosus, transplant atherosclerosis and parasitic mediated immune dysfunctions such as Chagas' Disease.

Another aspect of the present invention provides a method for the treatment or prevention of obesity or diabetes in a mammal which comprises administering to said mammal an effective amount of a compound of Formulas I-IV. Compounds of the present invention also are useful as G-protein agonists.

Besides being useful for human treatment, these compounds are also useful for veterinary treatment of companion animals, exotic animals and farm animals, including mammals, rodents, and the like. More preferred animals include horses, dogs, and cats.

As used herein, the compounds of the present invention include the pharmaceutically acceptable derivatives thereof.

- 58 -

### Definitions

As used herein, the terms "regulate" or "regulatory" mean to control by enhancing, limiting, restricting, restraining, modulating or moderating. Such regulation includes the pleiotropic, redundant, synergistic or antagonistic effects that occur due to the activity of biological agents such as cytokines, which can affect a variety of biological functions directly or indirectly through cascade or biofeedback mechanisms.

10 The term "prevention" includes either preventing the onset of disorders altogether or delaying the onset of a pre-clinically evident stage of disorders in individuals. This includes prophylactic treatment of those at risk of  
15 developing a disease, such as a cancer, for example. "Prophylaxis" is another term for prevention.

A "pharmaceutically-acceptable derivative " denotes any salt, ester of a compound of this invention, or any  
20 other compound which upon administration to a patient is capable of providing (directly or indirectly) a compound of this invention, or a metabolite or residue thereof, characterized by the ability to inhibit angiogenesis.

As used herein, "MCR4 agonist" and "MCR3 agonist" refers to a compound with affinity for MCR4 or MCR3,  
25 respectively, that results in measurable biological activity in cells, tissues, or organisms which contain MCR4 or MCR3.

As used herein, "MCR3" and "MCR4" mean the known MCR3 and MCR4 receptors, their splice variants, and undescribed  
30 receptors. MCR3 is described by Gantz et al., supra (human MCR3), Desarnaud et al., supra (mouse MCR3) and L. Reyfuss et al., Proc. Natl. Acad. Sci. USA, 90, 8856-8860 (1993) (rat MCR3). MCR4 receptors are described by Gantz et al., supra (human MCR4), J.D. Alvaro et al., Mol. Pharmacol., 50,

- 59 -

583- 91 (1996) (rat MCR4) and Takeuchi, S. and Takahashi, S., Gen- Comp-Endocrinol., 112(2), 220-31 (1998) (chicken MCR4).

5 The phrase "therapeutically-effective" is intended to qualify the amount of each agent, which will achieve the goal of improvement in disorder severity and the frequency of incidence over treatment of each agent by itself, while avoiding adverse side effects typically associated with alternative therapies.

10 "Erectile dysfunction" is a disorder involving the failure of a male mammal to achieve erection, ejaculation, or both. Symptoms of erectile dysfunction include an inability to achieve or maintain an erection, ejaculatory failure, premature ejaculation, or inability to achieve an  
15 orgasm. The term "impotence" is oftentimes employed to describe this condition.

The term "H" denotes a single hydrogen atom. This radical may be attached, for example, to an oxygen atom to form a hydroxyl radical.

20 Where the term "alkyl" is used, either alone or within other terms such as "haloalkyl" and "alkylamino", it embraces linear or branched radicals having one to about twelve carbon atoms. More preferred alkyl radicals are "lower alkyl" radicals having one to about six carbon atoms.  
25 Examples of such radicals include methyl, ethyl, n-propyl, isopropyl, n-butyl, isobutyl, sec-butyl, tert-butyl, pentyl, isoamyl, hexyl and the like. Even more preferred are lower alkyl radicals having one or two carbon atoms. The term "alkylenyl" embraces bridging divalent alkyl radicals such  
30 as methylenyl (-CH<sub>2</sub>-) and ethylenyl (-CH<sub>2</sub>CH<sub>2</sub>-).

The term "alkenyl" embraces linear or branched radicals of two to about twelve carbon atoms having at least one carbon-carbon double bond. More preferred alkenyl radicals are "lower alkenyl" radicals having two to about



- 60 -

six carbon atoms. Most preferred lower alkenyl radicals are radicals having two to about four carbon atoms. Examples of alkenyl radicals include ethenyl, propenyl, allyl, propenyl, butenyl and 4-methylbutenyl. The terms "alkenyl" and "lower alkenyl", embrace radicals having "cis" and "trans" orientations, or alternatively, "E" and "Z" orientations.

The term "alkynyl" denotes linear or branched radicals having two to about twelve carbon atoms having at least one carbon carbon triple bond. More preferred alkynyl radicals are "lower alkynyl" radicals having two to about six carbon atoms. Most preferred are lower alkynyl radicals having two to about four carbon atoms. Examples of such radicals include propargyl, butynyl, and the like.

The term "halo" means halogens such as fluorine, chlorine, bromine or iodine atoms.

The term "haloalkyl" embraces radicals wherein any one or more of the alkyl carbon atoms is substituted with one or more halo radicals as defined above. Specifically embraced are monohaloalkyl, dihaloalkyl and polyhaloalkyl radicals. A monohaloalkyl radical, for one example, may have either an iodo, bromo, chloro or fluoro atom within the radical. Dihalo and polyhaloalkyl radicals may have two or more of the same halo atoms or a combination of different halo radicals. "Lower haloalkyl" embraces radicals having 1-6 carbon atoms. Even more preferred are lower haloalkyl radicals having one to three carbon atoms. Examples of haloalkyl radicals include fluoromethyl, difluoromethyl, trifluoromethyl, chloromethyl, dichloromethyl, trichloromethyl, pentafluoroethyl, heptafluoropropyl, difluorochloromethyl, dichlorofluoromethyl, difluoroethyl, difluoropropyl, dichloroethyl and dichloropropyl. "Perfluoroalkyl" means alkyl radicals having all hydrogen atoms replaced with fluoro atoms. Examples include trifluoromethyl and pentafluoroethyl.

- 61 -

The term "hydroxyalkyl" embraces linear or branched alkyl radicals having one to about ten carbon atoms any one of which may be substituted with one or more hydroxyl radicals. More preferred hydroxyalkyl radicals are "lower hydroxyalkyl" radicals having one to six carbon atoms and one or more hydroxyl radicals. Examples of such radicals include hydroxymethyl, hydroxyethyl, hydroxypropyl, hydroxybutyl and hydroxyhexyl. Even more preferred are lower hydroxyalkyl radicals having one to three carbon atoms.

10       The term "alkoxy" embraces linear or branched oxy-containing radicals each having alkyl portions of one to about ten carbon atoms. More preferred alkoxy radicals are "lower alkoxy" radicals having one to six carbon atoms. Examples of such radicals include methoxy, ethoxy, propoxy, 15       butoxy and *tert*-butoxy. Even more preferred are lower alkoxy radicals having one to three carbon atoms.

Alkoxy radicals may be further substituted with one or more halo atoms, such as fluoro, chloro or bromo, to provide "haloalkoxy" radicals. Even more preferred are lower 20       haloalkoxy radicals having one to three carbon atoms. Examples of such radicals include fluoromethoxy, chloromethoxy, trifluoromethoxy, trifluoroethoxy, fluoroethoxy and fluoropropoxy.

The term "aryl", alone or in combination, means a 25       carbocyclic aromatic system containing one or two rings wherein such rings may be attached together in a fused manner. The term "aryl" embraces aromatic radicals such as phenyl, naphthyl, indenyl, tetrahydronaphthyl, and indanyl. More preferred aryl is phenyl. Said "aryl" group may have 1 30       to 3 substituents such as lower alkyl, hydroxyl, halo, haloalkyl, nitro, cyano, alkoxy and lower alkylamino.

The term "heterocyclyl" embraces saturated, partially saturated and unsaturated heteroatom-containing ring-shaped radicals, where the heteroatoms may be selected from

- 62 -

nitrogen, sulfur and oxygen. It does not include rings containing -O-O-, -O-S- or -S-S- portions. Said "heterocyclyl" group may have 1 to 3 substituents such as hydroxyl, halo, haloalkyl, cyano, lower alkyl, lower  
5 aralkyl, oxo, lower alkoxy, amino and lower alkylamino.

Examples of saturated heterocyclic radicals include saturated 3 to 6-membered heteromonocyclic group containing 1 to 4 nitrogen atoms [e.g. pyrrolidinyl, imidazolidinyl, piperidinyl, pyrrolinyl, piperazinyl]; saturated 3 to 6-  
10 membered heteromonocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms [e.g. morpholinyl]; saturated 3 to 6-membered heteromonocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms [e.g., thiazolidinyl]. Examples of partially saturated heterocyclyl  
15 radicals include dihydrothienyl, dihydropyranyl, dihydrofuryl and dihydrothiazolyl.

The term "heterocyclyl" also includes bridged heterocyclic groups, having 5-8 members. Examples of such radicals include 8-aza-bicyclo[3.2.1]octyl, 7-aza-  
20 bicyclo[2.2.1]heptyl, 5-aza-bicyclo[2.1.1]hexyl, and the like. Examples of unsaturated heterocyclic radicals, also termed "heteroaryl" radicals, include unsaturated 5 to 6 membered heteromonocyclyl group containing 1 to 4 nitrogen atoms, for example, pyrrolyl, imidazolyl, pyrazolyl, 2-  
25 pyridyl, 3-pyridyl, 4-pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, triazolyl [e.g., 4H-1,2,4-triazolyl, 1H-1,2,3-triazolyl, 2H-1,2,3-triazolyl]; unsaturated 5- to 6-membered heteromonocyclic group containing an oxygen atom, for example, pyranyl, 2-furyl, 3-furyl, etc.; unsaturated 5 to  
30 6-membered heteromonocyclic group containing a sulfur atom, for example, 2-thienyl, 3-thienyl, etc.; unsaturated 5- to 6-membered heteromonocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms, for example, oxazolyl, isoxazolyl, oxadiazolyl [e.g., 1,2,4-oxadiazolyl, 1,3,4-

- 63 -

oxadiazolyl, 1,2,5-oxadiazolyl]; unsaturated 5 to 6-membered heteromonocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms, for example, thiazolyl, thiadiazolyl [e.g., 1,2,4-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,5-thiadiazolyl].

The term also embraces radicals where heterocyclic radicals are fused/condensed with aryl radicals: unsaturated condensed heterocyclic group containing 1 to 5 nitrogen atoms, for example, indolyl, isoindolyl, indoliziny, benzimidazolyl, quinolyl, isoquinolyl, indazolyl, benzotriazolyl, tetrazolopyridazinyl [e.g., tetrazolo[1,5-b]pyridazinyl]; unsaturated condensed heterocyclic group containing 1 to 2 oxygen atoms and 1 to 3 nitrogen atoms [e.g. benzoxazolyl, benzoxadiazolyl]; unsaturated condensed heterocyclic group containing 1 to 2 sulfur atoms and 1 to 3 nitrogen atoms [e.g., benzothiazolyl, benzothiadiazolyl]. Preferred heterocyclic radicals include five to ten membered fused or unfused radicals. More preferred examples of heteroaryl radicals include quinolyl, isoquinolyl, imidazolyl, pyridyl, thienyl, thiazolyl, oxazolyl, furyl, and pyrazinyl. Other preferred heteroaryl radicals are 5- or 6-membered heteroaryl, containing one or two heteroatoms selected from sulfur, nitrogen and oxygen, selected from thienyl, furyl, pyrrolyl, indazolyl, pyrazolyl, oxazolyl, triazolyl, imidazolyl, pyrazolyl, isoxazolyl, isothiazolyl, pyridyl, piperidinyl and pyrazinyl.

The term "sulfonyl", whether used alone or linked to other terms such as alkylsulfonyl, denotes respectively divalent radicals  $-SO_2-$ .

The term "alkylsulfonyl" embraces sulfonyl radicals substituted with an alkyl radical. More preferred alkylsulfonyl radicals are "lower alkylsulfonyl" radicals having one to six carbon atoms. Even more preferred are

- 64 -

lower alkylsulfonyl radicals having one to three carbon atoms. Examples of such lower alkylsulfonyl radicals include methylsulfonyl, and ethylsulfonyl.

The terms "sulfamyl," "aminosulfonyl" and  
5 "sulfonamidyl," denotes a sulfonyl radical substituted with an amine radical, ( $-\text{SO}_2\text{NH}_2$ ).

The term "alkylaminosulfonyl" includes "N-alkylaminosulfonyl" where sulfonyl radicals are substituted with one or two alkylamino radical(s). More preferred  
10 alkylaminosulfonyl radicals are "lower alkylaminosulfonyl" radicals having alkyl portions of one to six carbon atoms. Even more preferred are lower alkylaminosulfonyl radicals having one to three carbon atoms. Examples of such lower alkylaminosulfonyl radicals include N-methylaminosulfonyl,  
15 and N-ethylaminosulfonyl.

The terms "carboxy" or "carboxyl", whether used alone or with other terms, such as "carboxyalkyl", denotes  $-\text{CO}_2\text{H}$ .

The term "carbonyl", whether used alone or with other terms, such as "aminocarbonyl", denotes  $-(\text{C}=\text{O})-$ .

20 The term "aminocarbonyl" denotes an amide group of the formula  $-\text{C}(=\text{O})\text{NH}_2$ .

The term "alkoxycarbonyl" denotes an ester group, where a carbonyl radical is substituted with an alkoxy radical. More preferred are "lower alkoxycarbonyl" having  
25 lower alkoxy radicals as described above attached to a carbonyl radical.

The terms "N-alkylaminocarbonyl" and "N,N-dialkylaminocarbonyl" denote aminocarbonyl radicals substituted with one or two alkyl radicals, respectively.  
30 More preferred are "lower alkylaminocarbonyl" having lower alkyl radicals as described above attached to an aminocarbonyl radical.

The terms "N-arylaminocarbonyl" and "N-alkyl-N-arylaminocarbonyl" denote aminocarbonyl radicals

- 65 -

substituted, respectively, with one aryl radical, or one alkyl and one aryl radical.

The terms "heterocyclalalkylenyl" and "heterocyclalalkyl" embrace heterocyclic-substituted alkyl radicals. More preferred heterocyclalalkylenyl radicals are "5- or 6-membered heterocyclalalkylenyl" radicals having alkyl portions of one to six carbon atoms and a 5- or 6-membered heterocyclal radical. Similarly, "heteroarylalkylenyl" and "heteroarylalkyl" embrace heteroaryl-substituted alkyl radicals. Even more preferred are lower heteroarylalkylenyl radicals having alkyl portions of one to three carbon atoms. Examples include such radicals as pyridylmethyl and thienylmethyl.

The terms "aralkyl" and "arylalkyl" embrace aryl-substituted alkyl radicals. Preferable aralkyl radicals are "lower aralkyl" radicals having aryl radicals attached to alkyl radicals having one to six carbon atoms. Even more preferred are "phenylalkylenyl" having alkyl portions of one to three carbon atoms. Examples of such radicals include benzyl, diphenylmethyl and phenylethyl. The aryl in said aralkyl may be additionally substituted, such as with halo, alkyl, alkoxy, haloalkyl and haloalkoxy.

The term "alkylthio" embraces radicals containing a linear or branched alkyl radical, of one to ten carbon atoms, attached to a divalent sulfur atom. Even more preferred are lower alkylthio radicals having one to three carbon atoms. An example of "alkylthio" is methylthio, (CH<sub>3</sub>S-).

The term "alkylthioalkyl" embraces radicals containing an alkylthio radical, of one to ten carbon atoms, attached to a linear or branched alkyl radical of one to about ten carbon atoms. Even more preferred are lower alkthioalkyl radicals, where each alkyl portion contains one to six

- 66 -

carbon atoms. An example of "alkthioalkyl" is meththiomethyl ( $\text{CH}_3\text{SCH}_2-$ ).

The term "alkoxyalkyl" embrace radicals containing an alkoxy radical, of one to about ten carbon atoms, attached to a linear or branched alkyl radical of one to about ten carbon atoms. More preferred alkoxyalkyl radicals are "lower alkoxyalkyl" radicals having alkyl portions each with one to six carbon atoms. Examples of such radicals include methoxyethyl, ethoxymethyl, methoxymethyl, and the like. Even more preferred are lower alkoxyalkyl radicals where each alkyl portion has one to three carbon atoms.

The term "aminoalkyl" embraces linear or branched alkyl radicals having one to about ten carbon atoms any one of which may be substituted with one or more amino radicals. More preferred aminoalkyl radicals are "lower aminoalkyl" radicals having one to six carbon atoms and one or more amino radicals. Examples of such radicals include aminomethyl, aminoethyl, aminopropyl, aminobutyl and aminohexyl. Even more preferred are lower aminoalkyl radicals having one to three carbon atoms.

The term "aminoalkylamino" embraces aminoalkyl radicals having one to about ten carbon atoms any one of which are substituted on an amino radical. More preferred aminoalkylamino radicals are "lower aminoalkylamino" radicals having one to six carbon atoms. Examples of such radicals include aminomethylamino, aminoethylamino, aminopropylamino and aminobutylamino. Even more preferred are lower aminoalkylamino radicals having one to three carbon atoms.

The term "aminoalkoxy" embraces alkoxy radicals having one to about ten carbon atoms any one of which may be substituted with one or more amino radicals. More preferred aminoalkoxy radicals are "lower aminoalkoxy" radicals having one to six carbon atoms and one or more amino radicals.

- 67 -

Examples of such radicals include aminomethoxy, and aminopropoxy. Even more preferred are lower aminoalkoxy radicals having one to three carbon atoms.

The term "alkylcarbonylaminoalkyl" embraces aminoalkyl radicals which are substituted with an alkylcarbonyl radical. More preferred alkylcarbonylaminoalkyl radicals are "lower alkylcarbonylaminoalkyl" radicals having alkyl portions each containing one to six carbon atoms. Examples of such radicals include methylcarbonylmethylamino, and the like. Even more preferred are lower alkylcarbonylaminoalkyl radicals having alkyl portions each containing one to three carbon atoms.

The term "alkylcarbonyl" denotes carbonyl groups which have been substituted with an alkyl radical. More preferred are C<sub>1</sub>-C<sub>6</sub>-alkylcarbonyl radicals, such as methylcarbonyl, ethylcarbonyl and propylcarbonyl.

The term "alkoxyalkylcarbonyl" denotes alkylcarbonyl groups which have been substituted with one or more alkoxy radicals. More preferred are C<sub>1</sub>-C<sub>6</sub>-alkoxy-C<sub>1</sub>-C<sub>6</sub>-alkylcarbonyl radicals, such as methoxymethylcarbonyl, and the like.

The term "arylcarbonyl" denotes carbonyl groups which have been substituted with aryl radicals, such as phenylcarbonyl. The arylcarbonyl radicals may be further substituted on the aryl ring portion of the radical.

The term "heteroarylcarbonyl" denotes carbonyl groups which have been substituted with a heteroaryl radical, such as thienylcarbonyl. The "heteroarylcarbonyl" radicals may be further substituted on the heteroaryl ring portion of the radical.

The terms "aralkylcarbonyl" and "arylalkylcarbonyl" denote carbonyl groups which have been substituted with aralkyl radicals. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylcarbonyl radicals, such as benzylcarbonyl. The



- 68 -

aralkylcarbonyl radicals may be further substituted on the aryl ring portion.

The term "heterocyclylalkylcarbonyl" denotes carbonyl groups which have been substituted with heterocyclylalkyl radicals. More preferred are heterocyclyl-C<sub>1</sub>-C<sub>3</sub>-alkylcarbonyl radicals, such as thienylmethylcarbonyl, and the like. The "heterocyclylalkylcarbonyl" radicals may be further substituted on the heterocyclyl ring portion of the radical.

The term "heteroarylalkylcarbonyl" denotes carbonyl groups which have been substituted heteroarylalkyl radicals. More preferred are heteroaryl-C<sub>1</sub>-C<sub>3</sub>-alkylcarbonyl radicals, such as pyridylmethylcarbonyl, and the like. The "heteroarylalkylcarbonyl" radicals may be further substituted on the heteroaryl ring portion of the radical.

The term "cycloalkylcarbonyl" denotes carbonyl groups which have been substituted with cycloalkyl radicals, such as cyclopropylcarbonyl. More preferred contain C<sub>3</sub>-C<sub>6</sub> cycloalkyl radicals. The "cycloalkylcarbonyl" radicals may be further substituted on the cycloalkyl ring portion of the radical.

The term "cycloalkylalkylcarbonyl" denotes carbonyl groups which have been substituted with cycloalkylalkyl radicals. More preferred are C<sub>3</sub>-C<sub>6</sub> cycloalkyl-C<sub>1</sub>-C<sub>3</sub>-alkylcarbonyl radicals, such as cyclopentylmethylcarbonyl. The cycloalkylalkylcarbonyl radicals may be further substituted on the aryl ring portion.

The term "alkylamino" embraces "N-alkylamino" and "N,N-dialkylamino" where amino groups are substituted with one alkyl radical and with two alkyl radicals, respectively. More preferred alkylamino radicals are "lower alkylamino" radicals having one or two alkyl radicals of one to six carbon atoms. Even more preferred are lower alkylamino radicals having one to three carbon atoms. Suitable

- 69 -

alkylamino radicals may be mono or dialkylamino such as N-methylamino, N-ethylamino, N,N-dimethylamino, N,N-diethylamino or the like.

The term "alkylaminoalkyl" embraces alkyl radicals substituted with alkylamino radicals. More preferred alkylaminoalkyl radicals are "lower alkylaminoalkyl" radicals having alkyl radicals of one to six carbon atoms. Even more preferred are lower alkylaminoalkyl radicals having alkyl radicals of one to three carbon atoms. Suitable alkylaminoalkyl radicals may be mono or dialkyl, such as N-methylaminomethyl, N,N-dimethylaminoethyl, N,N-diethylaminomethyl and the like.

The term "alkylaminoalkylamino" embraces alkylamino radicals substituted with alkylamino radicals. More preferred alkylaminoalkylamino radicals are "lower alkylaminoalkylamino" radicals having alkyl radicals of one to six carbon atoms. Even more preferred are radicals having alkyl radicals of one to three carbon atoms. Suitable alkylaminoalkylamino radicals may be mono or dialkyl, such as N-methylaminomethylamino, N,N-dimethylaminoethylamino, N,N-diethylaminomethylamino or the like.

The term "arylamino" denotes amino groups which have been substituted with one or two aryl radicals, such as N-phenylamino. The arylamino radicals may be further substituted on the aryl ring portion of the radical.

The term "heteroarylamino" denotes amino groups which have been substituted with one or two heteroaryl radicals, such as N-thienylamino. The "heteroarylamino" radicals may be further substituted on the heteroaryl ring portion of the radical.

The term "alkylaminoalkyl" embraces alkyl radicals substituted with alkylamino radicals. More preferred alkylaminoalkyl radicals are "lower alkylaminoalkyl" radicals having alkyl radicals of one to six carbon atoms,

- 70 -

attached to a amino group. Even more preferred are lower alkylamino radicals having alkyl radicals of one to three carbon atoms. Suitable alkylamino radicals may be mono or dialkylamino such as N-methylaminomethyl, N,N-  
5 dimethylaminoethyl, N,N-diethylaminomethyl or the like.

The term "cycloalkylaminoalkyl" denotes aminoalkyl groups which have been substituted with one or two cycloalkyl radicals. More preferred are C<sub>3</sub>-C<sub>6</sub>-cycloalkylamino-C<sub>1</sub>-C<sub>3</sub>-alkyl radicals, such as N-  
10 cyclohexylmethylaminomethyl. The cycloalkylalkylaminoalkyl radicals may be further substituted on the cycloalkyl ring portion of the radical.

The term "cycloalkylalkylaminoalkyl" denotes aminoalkyl groups which have been substituted with one or  
15 two cycloalkylalkyl radicals. More preferred are C<sub>3</sub>-C<sub>6</sub>-cycloalkyl-C<sub>1</sub>-C<sub>3</sub>-alkylamino-C<sub>1</sub>-C<sub>3</sub>-alkyl radicals, such as N-cyclohexylmethylaminomethyl. The cycloalkylalkylaminoalkyl radicals may be further substituted on the cycloalkyl ring portion.

20 The terms "aralkylamino" and "arylalkylamino" denote amino groups which have been substituted with one or two aralkyl radicals. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylamino radicals, such as N-benzylamino. The aralkylamino radicals may be further substituted on the aryl ring portion.

25 The term "heterocyclylalkylamino" denotes amino groups which have been substituted with one or two heterocyclylalkyl radicals. More preferred include heterocyclyl-C<sub>1</sub>-C<sub>3</sub>-alkylamino, such as N-thienylmethylamino, and the like. The "heterocyclylalkylamino" radicals may be  
30 further substituted on the heterocyclyl ring portion of the radical.

The term "heteroarylalkylamino" denotes amino groups which have been substituted with one or two heteroarylalkyl radicals. More preferred are heteroaryl-C<sub>1</sub>-C<sub>3</sub>-alkylamino,

- 71 -

such as N-thienylmethylamino, and the like. The "heteroarylalkylamino" radicals may be further substituted on the heteroaryl ring portion of the radical.

5 The terms "N-alkyl-N-arylamino" and "N-aralkyl-N-alkylamino" denote amino groups which have been substituted with one aralkyl and one alkyl radical, or one aryl and one alkyl radical, respectively, to an amino group.

10 The term "arylaminoalkyl" denotes aminoalkyl groups which have been substituted with one or two aryl radicals. More preferred are arylamino-C<sub>1</sub>-C<sub>3</sub>-alkyl radicals, such as N-phenylaminomethyl. The arylaminoalkyl radicals may be further substituted on the aryl ring portion of the radical.

15 The term "heteroarylaminoalkyl" denotes aminoalkyl groups which have been substituted with one or two heteroaryl radicals. More preferred are heteroarylamino-C<sub>1</sub>-C<sub>3</sub>-alkyl radicals, such as N-thienylaminomethyl. The "heteroarylaminoalkyl" radicals may be further substituted on the heteroaryl ring portion of the radical.

20 The terms "aralkylaminoalkyl" and "arylalkylaminoalkyl" denote aminoalkyl groups which have been substituted with one or two aralkyl radicals. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylamino-C<sub>1</sub>-C<sub>3</sub>-alkyl radicals, such as N-benzylaminomethyl. The aralkylaminoalkyl radicals may be further substituted on the aryl ring portion.

25 The term "arylthio" embraces aryl radicals of six to ten carbon atoms, attached to a divalent sulfur atom. An example of "arylthio" is phenylthio. The aryl portion may be further substituted.

30 The term "aralkylthio" embraces aralkyl radicals as described above, attached to a divalent sulfur atom. More preferred are phenyl-C<sub>1</sub>-C<sub>3</sub>-alkylthio radicals. An example of "aralkylthio" is benzylthio. The aryl portion may be further substituted.

- 72 -

The term "aryloxy" embraces optionally substituted aryl radicals, as defined above, attached to an oxygen atom. Examples of such radicals include phenoxy.

5 The term "aralkoxy" embraces oxy-containing aralkyl radicals attached through an oxygen atom to other radicals. More preferred aralkoxy radicals are "lower aralkoxy" radicals having optionally substituted phenyl radicals attached to lower alkoxy radical as described above. The aryl portion may be further substituted.

10 The term "heteroaryloxy" embraces optionally substituted heteroaryl radicals, as defined above, attached to an oxygen atom.

The term "heteroarylalkoxy" embraces heteroarylalkyl radicals attached through an oxygen atom. More preferred  
15 heteroarylalkoxy radicals are "lower heteroarylalkoxy" radicals having optionally substituted heteroarylalkyl radicals attached to lower alkoxy radical as described above.

The term "aryloxyalkyl" embraces radicals containing  
20 an aryloxy radical attached to a linear or branched alkyl radical of one to about ten carbon atoms. More preferred aryloxyalkyl radicals are "lower phenyloxyalkyl" radicals having alkyl portions of one to six carbon atoms. Examples of such radicals include phenoxyethyl, phenoxymethyl, and  
25 the like. Even more preferred are lower aryloxyalkyl radicals having alkyl portions of one to three carbon atoms.

The term "heteroaryloxyalkyl" embraces radicals containing an heteroaryloxy radical attached to a linear or branched alkyl radical of one to about ten carbon atoms.  
30 More preferred heteroaryloxyalkyl radicals are "lower heteroaryloxyalkyl" radicals having alkyl portions of one to six carbon atoms. Examples of such radicals include pyridyloxyethyl, and the like. Even more preferred are lower

- 73 -

heteroaryloxyalkyl radicals having alkyl portions of one to three carbon atoms.

The term "heteroarylalkyloxyalkyl" embraces radicals containing an heteroarylalkyloxy radical attached to a  
5 linear or branched alkyl radical of one to about ten carbon atoms. More preferred heteroarylalkyloxyalkyl radicals are "lower heteroarylalkyloxyalkyl" radicals having alkyl portions of one to six carbon atoms. Examples of such radicals include pyridylmethyloxymethyl, and the like. Even  
10 more preferred are lower heteroarylalkyloxyalkyl radicals having alkyl portions of one to three carbon atoms.

The term "aralkyloxyalkyl" embraces radicals containing an aralkyloxy radical attached to a linear or branched alkyl radical of one to about ten carbon atoms.  
15 More preferred aralkyloxyalkyl radicals are "lower phenylalkyloxyalkyl" radicals having alkyl portions of one to six carbon atoms each. Examples of such radicals include benzyloxyethyl, phenylethyloxymethyl, and the like. Even more preferred are lower aralkyloxyalkyl radicals having  
20 alkyl portions of one to three carbon atoms each.

The term "cycloalkyl" includes saturated carbocyclic groups. Preferred cycloalkyl groups include C<sub>3</sub>-C<sub>6</sub> rings. More preferred compounds include, cyclopentyl, cyclopropyl, and cyclohexyl.

25 The term "comprising" is meant to be open ended, including the indicated component but not excluding other elements.

The present invention preferably includes compounds that are agonists of the melanocortin-4 receptor.

30 The present invention also comprises the use of a compound of the invention, or pharmaceutically acceptable salt thereof, in the manufacture of a medicament for the treatment either acutely or chronically of an obesity mediated disease state, including those described

- 74 -

previously. The compounds of the present invention are useful in the manufacture of an anti-obesity medicament. The compounds of the present invention are also useful in the manufacture of a medicament to attenuate or prevent  
5 disorders through antagonism of melanocortin receptor.

The present invention comprises a pharmaceutical composition comprising a therapeutically-effective amount of a compound of Formulas I-IV in association with a least one pharmaceutically-acceptable carrier, adjuvant or diluent.

10 The present invention also comprises a method of treating obesity related disorders, in a subject, the method comprising treating the subject having or susceptible to such disorder with a therapeutically-effective amount of a compound of Formulas I-IV.

15

#### COMBINATIONS

While the compounds of the invention can be administered as the sole active pharmaceutical agent, they can also be used in combination with one or more compounds  
20 of the invention or other agents. When administered as a combination, the therapeutic agents can be formulated as separate compositions that are administered at the same time or sequentially at different times, or the therapeutic agents can be given as a single composition.

25 The phrase "co-therapy" (or "combination-therapy"), in defining use of a compound of the present invention and another pharmaceutical agent, is intended to embrace administration of each agent in a sequential manner in a regimen that will provide beneficial effects of the drug  
30 combination, and is intended as well to embrace co-administration of these agents in a substantially simultaneous manner, such as in a single capsule having a fixed ratio of these active agents or in multiple, separate capsules for each agent.

- 75 -

If formulated as a fixed dose, such combination products employ the compounds of this invention within the accepted dosage ranges. Compounds of Formula I may also be administered sequentially with known agents when a  
5 combination formulation is inappropriate. The invention is not limited in the sequence of administration; compounds of formula I-IV may be administered either prior to or after administration of the known agents.

Specifically, the administration of compounds of the  
10 present invention may be in conjunction with additional antiobesity agents or appetite regulating agents, therapies known to those skilled in the art.

Such agents may be selected from the group consisting of CART (cocaine amphetamine regulated transcript) agonists,  
15 NPY (neuropeptide Y) antagonists, MC4 (melanocortin-4) agonists, orexin antagonists, TNF (tumor necrosis factor) agonists, CRF (corticotropin releasing factor) agonists, CRF BP (corticotropin releasing factor binding protein) antagonists, urocortin agonists, P3 agonists, IVISH  
20 (melanocyte-stimulating hormone) agonists, MCH (melanocyte-concentrating hormone) antagonists, CCK (cholecystokinin) agonists, serotonin re-uptake inhibitors, serotonin and noradrenaline re-uptake inhibitors, 5HT (serotonin) agonists, bombesin agonists, galanin antagonists, growth  
25 hormone, growth hormone releasing compounds, TRH (thyreotropin releasing hormone) agonists, UCP 2 or 3 (uncoupling protein 2 or 3) modulators, leptin agonists, DA (dopamine) agonists (bromocriptin, doprexin), lipase/amylase inhibitors, PPAR modulators, RXR modulators or TR P  
30 agonists.

Specifically such agents include leptin, topiramate, bupropion, dexamphetamine or amphetamine, fenfluramine, dexfenfluramine or sibutramine, orlistat, mazindol or phentermine.



- 76 -

Furthermore, the present compounds may be administered in combination with one or more anti hypertensive agents. Examples of anti-hypertensive agents are P- blockers such as alprenolol, atenolol, timolol, pindolol, propranolol and  
5 metoprolol, ACE (angiotensin converting enzyme) inhibitors such as benazepril, captopril, enalapril, fosinopril, lisinopril, quinapril and ramipril, calcium channel blockers such as nifedipine, felodipine, nicardipine, isradipine, nimodipine, diltiazem and verapamil, and  $\alpha$ -blockers such as  
10 doxazosin, urapidil, prazosin and terazosin, insulin sensitizers including PPAR $\gamma$  agonists [such as the glitazones (e.g. troglitazone, pioglitazone, englitazone, MCC-555, BRL49653 and the like)] and biguanides such as metformin and phenformin, insulin or insulin mimetics, sulfonylureas such  
15 as tolbutamide and glipizide, glucosidase inhibitors (such as acarbose), cholesterol lowering agents such as [HMG-CoA reductase inhibitors (lovastatin, simvastatin and pravastatin, fluvastatin, atorvastatin, and other statins), sequestrants (cholestyramine, colestipol and a  
20 dialkylaminoalkyl derivatives of a cross-linked dextran), nicotinyl alcohol nicotinic acid or a salt thereof, proliferator-activator receptor ( $\alpha$  agonists such as fenofibric acid derivatives (gemfibrozil, clofibrate, fenofibrate and benzafibrate), inhibitors of cholesterol  
25 absorption for example beta-sitosterol and (acyl CoA:cholesterol acyltransferase) inhibitors for example melinamide, probucol, vitamin E, and thyromimetics] PPAR $\delta$  agonists, antiobesity compounds such as fenfluramine, dexfenfluramine, phentermine, sibutramine, orlistat, or P3  
30 adrenergic receptor agonists, feeding behavior modifying agents such as neuropeptide Y antagonists (e.g. neuropeptide Y5), PPAR $\alpha$  agonists by Glaxo, PPAR $\gamma$  antagonists, serotonin reuptake inhibitors such as fluoxetine and sertraline, growth hormone secretagogues such as MK-0677; and agents

- 77 -

useful in the treatment of male and/or female sexual dysfunction which include phosphodiesterase V (PDE-V) inhibitors, such as sildenafil and IC-351; (x2-adrenergic receptor antagonists, such as phentolamine mesylate; and  
5 dopamine-receptor agonists, such as apomorphine. Further reference can be made to Remington: The Science and Practice of Pharmacy, 19th Edition, Gennaro, Ed., Mack Publishing Co., Easton, PA, 1995.

The present invention comprises a process for the  
10 preparation of a compound of Formula I-IV.

Compounds of the present invention can possess, in general, one or more asymmetric carbon atoms and are thus capable of existing in the form of optical isomers as well as in the form of racemic or non-racemic mixtures thereof.  
15 The optical isomers can be obtained by resolution of the racemic mixtures according to conventional processes, *e.g.*, by formation of diastereoisomeric salts, by treatment with an optically active acid or base. Examples of appropriate acids are tartaric, diacetyltartaric, dibenzoyltartaric, ditoluoyltartaric, and camphorsulfonic acid and then  
20 separation of the mixture of diastereoisomers by crystallization followed by liberation of the optically active bases from these salts. A different process for separation of optical isomers involves the use of a chiral  
25 chromatography column optimally chosen to maximize the separation of the enantiomers. Still another available method involves synthesis of covalent diastereoisomeric molecules by reacting compounds of the invention with an optically pure acid in an activated form or an optically  
30 pure isocyanate. The synthesized diastereoisomers can be separated by conventional means such as chromatography, distillation, crystallization or sublimation, and then hydrolyzed to deliver the enantiomerically pure compound. The optically active compounds of the invention can

- 78 -

likewise be obtained by using active starting materials. These isomers may be in the form of a free acid, a free base, an ester or a salt.

Compounds of the present invention can possess, in general, tautomeric forms, which are included in the family of compounds in Formula I-IV.

Also included in the family of compounds of Formula I-IV are the pharmaceutically-acceptable salts thereof. The term "pharmaceutically-acceptable salts" embraces salts commonly used to form alkali metal salts and to form addition salts of free acids or free bases. The nature of the salt is not critical, provided that it is pharmaceutically-acceptable. Suitable pharmaceutically-acceptable acid addition salts of compounds of Formula I-IV may be prepared from an inorganic acid or from an organic acid. Examples of such inorganic acids are hydrochloric, hydrobromic, hydroiodic, nitric, carbonic, sulfuric and phosphoric acid. Appropriate organic acids may be selected from aliphatic, cycloaliphatic, aromatic, arylaliphatic, heterocyclic, carboxylic and sulfonic classes of organic acids, example of which are formic, acetic, adipic, butyric, propionic, succinic, glycolic, gluconic, lactic, malic, tartaric, citric, ascorbic, glucuronic, maleic, fumaric, pyruvic, aspartic, glutamic, benzoic, anthranilic, mesylic, 4-hydroxybenzoic, phenylacetic, mandelic, embonic (pamoic), methanesulfonic, ethanesulfonic, benzenesulfonic, pantothenic, 2-hydroxyethanesulfonic, toluenesulfonic, sulfanilic, cyclohexylaminosulfonic, camphoric, camphorsulfonic, digluconic, cyclopentanepropionic, dodecylsulfonic, glucoheptanoic, glycerophosphonic, heptanoic, hexanoic, 2-hydroxy-ethanesulfonic, nicotinic, 2-naphthalenesulfonic, oxalic, palmoic, pectinic, persulfuric, 2-phenylpropionic, picric, pivalic propionic, succinic, tartaric, thiocyanic, mesylic, undecanoic, stearic, algenic,

- 79 -

$\beta$ -hydroxybutyric, salicylic, galactaric and galacturonic acid. Suitable pharmaceutically-acceptable base addition salts of compounds of Formula I-IV include metallic salts, such as salts made from aluminum, calcium, lithium, 5 magnesium, potassium, sodium and zinc, or salts made from organic bases including primary, secondary and tertiary amines, substituted amines including cyclic amines, such as caffeine, arginine, diethylamine, N-ethyl piperidine, histidine, glucamine, isopropylamine, lysine, morpholine, N-ethyl morpholine, piperazine, piperidine, triethylamine, 10 trimethylamine. All of these salts may be prepared by conventional means from the corresponding compound of the invention by reacting, for example, the appropriate acid or base with the compound of Formulas I-IV.

15 Also, the basic nitrogen-containing groups can be quaternized with such agents as lower alkyl halides; such as methyl, ethyl, propyl, and butyl chloride, bromides and iodides; dialkyl sulfates like dimethyl, diethyl, dibutyl, and diamyl sulfates, long chain halides such as decyl, 20 lauryl, myristyl and stearyl chlorides, bromides and iodides, aralkyl halides like benzyl and phenethyl bromides, and others. Water or oil-soluble or dispersible products are thereby obtained.

Examples of acids that may be employed to form 25 pharmaceutically acceptable acid addition salts include such inorganic acids as hydrochloric acid, sulphuric acid and phosphoric acid and such organic acids as oxalic acid, maleic acid, succinic acid and citric acid. Other examples include salts with alkali metals or alkaline earth metals, 30 such as sodium, potassium, calcium or magnesium or with organic bases.

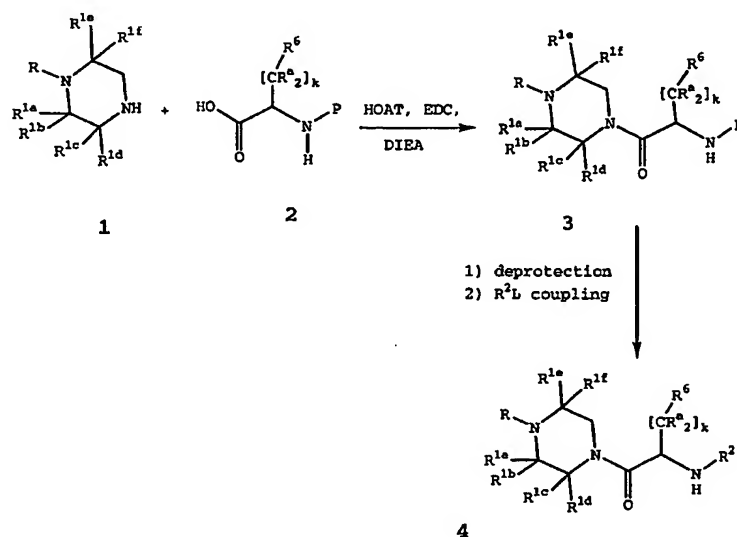
Additional examples of such salts can be found in Berge et al., J. Pharm. Sci., 66, 1 (1977).

- 80 -

## GENERAL SYNTHETIC PROCEDURES

The compounds of the invention can be synthesized according to the following procedures of Schemes 1-14, wherein the substituents are as defined for Formulas I-IV, above, except where further noted.

Scheme 1



10

Compounds of Formula I may be prepared in a convergent manner as described in Scheme 1. Protected amino acids 2 (where P is a protecting group) are coupled with the substituted piperazine 1 using standard peptide coupling conditions, such as with HOAT EDC, and DIEA in a solvent, such as MeCl<sub>2</sub>, and reacted at RT, to afford the protected piperazine amino acid 3. The protected amino acid derivatives 2 are commercially available or may be prepared by literature methods (R.M. Williams, Synthesis of Optically Active α-Amino Acids, Pergamon Press: Oxford, 1989). Similarly, substituted piperazines 1 are either commercially available, can be prepared via literature methods, or may be prepared following literature methods described for

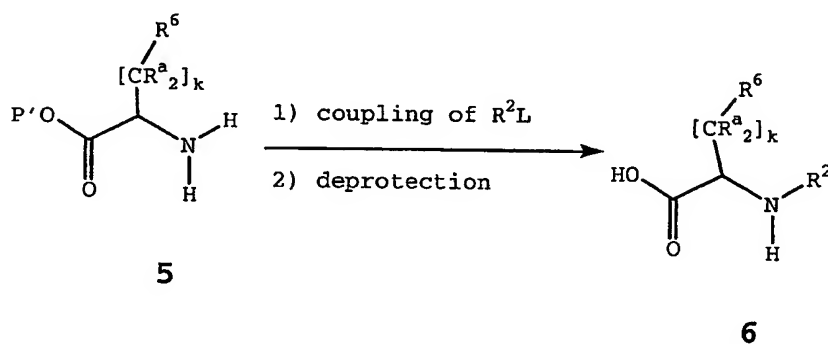
- 81 -

analogous compounds. Some of these methods are illustrated in the subsequent schemes. Removal of the protecting group P (CBZ, BOC, etc.) is accomplished using conventional methods, such as with a solution of 50% TFA and CH<sub>2</sub>Cl<sub>2</sub> to

5 remove a Boc group, to yield the free amine. The free amine is treated with base, such as DIEA in a solvent, such as MeCl<sub>2</sub>. The reaction mixture is coupled with R<sup>2</sup>L (where L is a leaving group), such as a substituted acid using standard peptide coupling conditions, such as with HOAT, EDC, and

10 DIEA in a solvent, at a temperature such as of about RT, to yield the desired compound 4.

Scheme 2



15

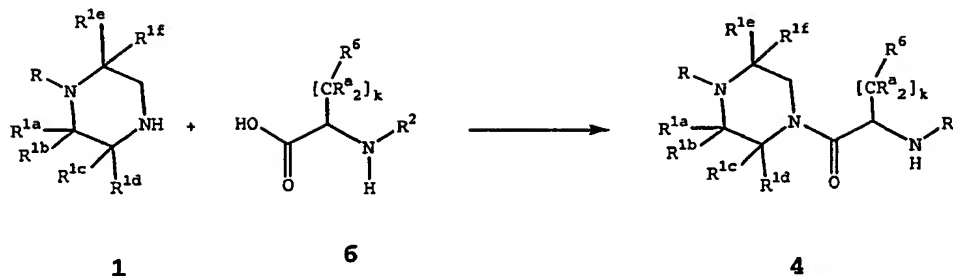
Amino acid ester intermediate 5, wherein P' is an acid protecting group including C<sub>1-4</sub> alkyl (such as methyl or ethyl), benzyl or allyl group, can be synthesized by well

20 documented methods in the literature. Coupling of R<sup>2</sup>L (where L is a leaving group) and ester 5, such as with a substituted acid under standard peptide coupling conditions followed by removal of the ester group P' yields the intermediate 6.

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- 82 -

Scheme 3

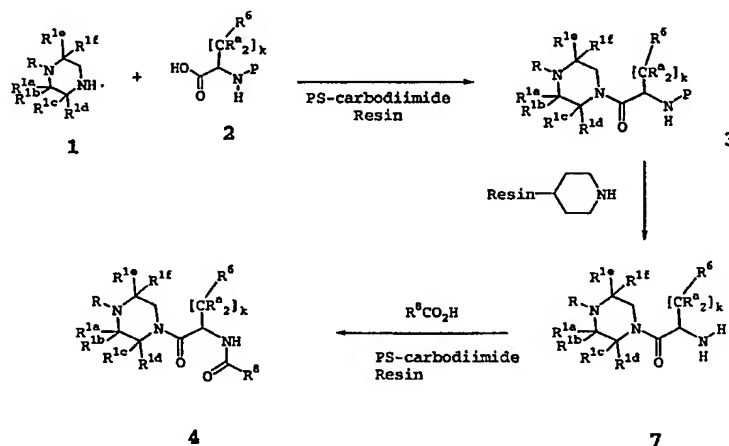


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Compounds of Formula I may also be prepared in a convergent manner as described in Scheme 3. Compounds 4 are obtained by coupling intermediates 6 to piperidines 1 under standard peptide coupling reaction conditions.

10

Scheme 4



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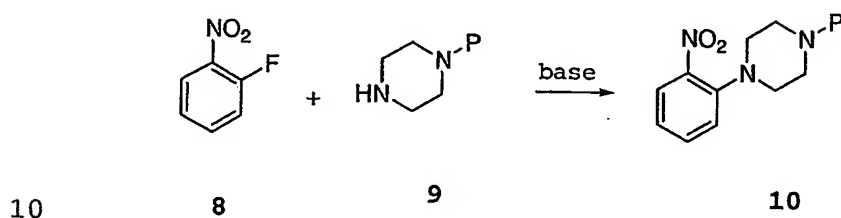
Chemical libraries can be made using variations of the above described chemistry to make compounds of Formula I as described in Scheme 4. Piperazine 1 is added to PS-carbodiimide resin, and an Fmoc protected amino acid. Excess piperazine 1 is scavenged, such as with PS-isocyanate resin. The reaction mixture is filtered into vials

20

- 83 -

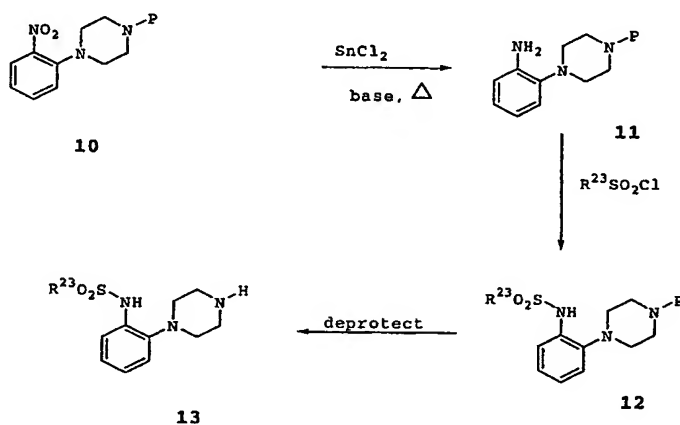
containing DMAP and piperidine-4-carboxylic acid polyamine resin HL. PS-carbodiimide resin and  $R^8CO_2H$  are added. The reactions are filtered and excess amine is scavenged, such as with PS-isocyanate resin. The compounds are deprotected if needed to yield compounds 4. Other conditions and resins known to one skilled in the art can be used.

Scheme 5



Substituted piperazines can be prepared such as by the method described in Scheme 5. 2-Fluoronitrobenzene 8, DIEA, 1-benzylpiperazine 9 and a solvent such as DMF are reacted to yield the nitrophenylpiperazine 10.

Scheme 6



Benzenesulfonamide piperazines are prepared by the method described in Scheme 6. An excess of  $SnCl_2 \cdot 2H_2O$  is



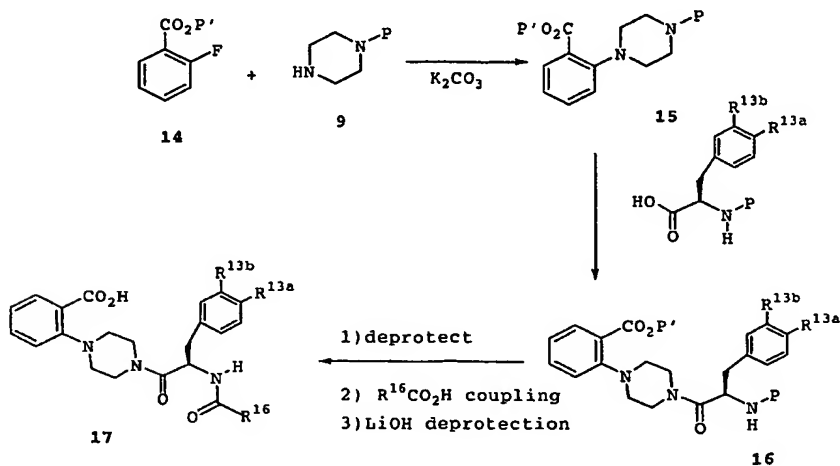
- 84 -

added to a solution of protected 1-(2-nitrophenyl)piperazine **10** in a solvent, such as an alcohol, preferably EtOH. The reaction mixture is warmed, such as at a temperature of about 60°C and then treated with base, such as with 1N NaOH and CH<sub>2</sub>Cl<sub>2</sub>, to afford the protected amine **11**. Alternatively, the nitro compound may be hydrogenated, such as with H<sub>2</sub> in the presence of 10% Pd/C.

Substituted sulfonyl chloride is added to a mixture of protected 2-piperazinyphenylamine **11** and a base, such as pyridine, in a non-protic solvent such as CH<sub>2</sub>Cl<sub>2</sub>. The reaction is heated, such as at a temperature greater than RT, more preferably at reflux. After cooling to RT, base is added, such as a satd soln of NaHCO<sub>3</sub>, to afford the protected sulfone **12**.

The sulfone **12** is deprotected to form the free piperazine **13**. For example, where the piperazine is benzyl protected, the benzyl group is removed by 10% Pd/C and HCO<sub>2</sub>NH<sub>4</sub> in a solvent such as MeOH, and heating, such as at reflux to yield the sulfonamide **13**. One skilled in the art knows how to remove other protecting groups.

Scheme 7

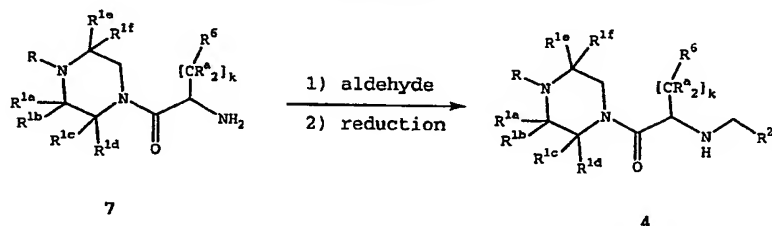


- 85 -

Benzoic derivatives may be prepared by a process similar to that shown in Scheme 7. A mixture of ester **14**, protected piperazine **9** and base, such as  $K_2CO_3$ , is heated, such as at a temperature of about greater than  $100^\circ C$ , more preferably at about  $150^\circ C$ , to yield benzoate **15**. The protected piperazinyl benzoate **15** is deprotected, such as with 10% Pd/C and  $HCO_2NH_4$  for benzyl protection, and coupled with the appropriate amino acid using traditional coupling chemistry to yield ester **16**. After further deprotection and coupling with  $R^{16}CO_2H$  (with standard peptide conditions), the free acid **17** is formed by treatment with an aqueous solution of LiOH at a temperature greater than about RT and preferably at about  $60^\circ C$ .

15

Scheme 8

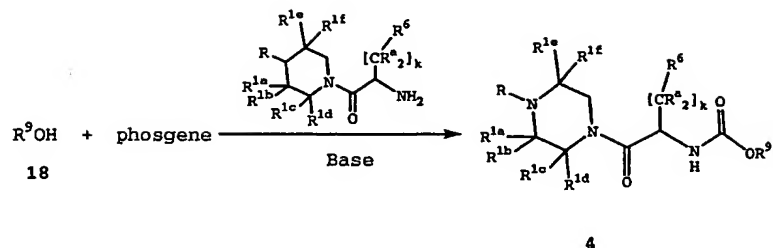


Compounds of Formula I, where  $R^2$  is  $-CH_2R^{2a}$ , may also be prepared in a convergent manner as described in Scheme 8. To a free amine **7** in a solvent, such as  $ClCH_2CH_2Cl$ , and base, such as DIEA, an aldehyde and a reducing agent, such as  $NaBH(OAc)_3$ , are added, to form the substituted amine **4**, where  $R^{2a}$  is aryl, heterocyclyl or cycloalkyl. The reaction is preferably kept at about RT.

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- 86 -

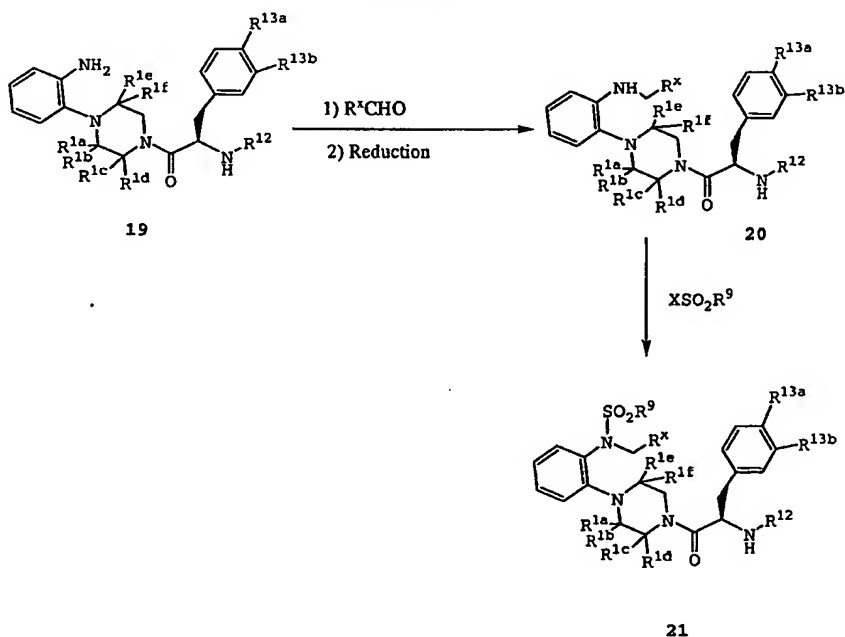
Scheme 9



- 5 Compounds of Formula I, where  $R^2$  is  $-C(=O)OR^9$ , may also be prepared as described in Scheme 9. Alcohol 18 is converted to the anhydride, such as with phosgene and base, such as DIEA, at a temperature between  $-23^\circ\text{C}$  and reflux, preferably at about  $0^\circ\text{C}$  and reflux, in a suitable solvent, such as  $\text{CH}_2\text{Cl}_2$ . To the mixture is added the piperazine derivative 7 and base to afford the amide 4. A similar procedure can be used for the reactions of amines to form the corresponding ureas.

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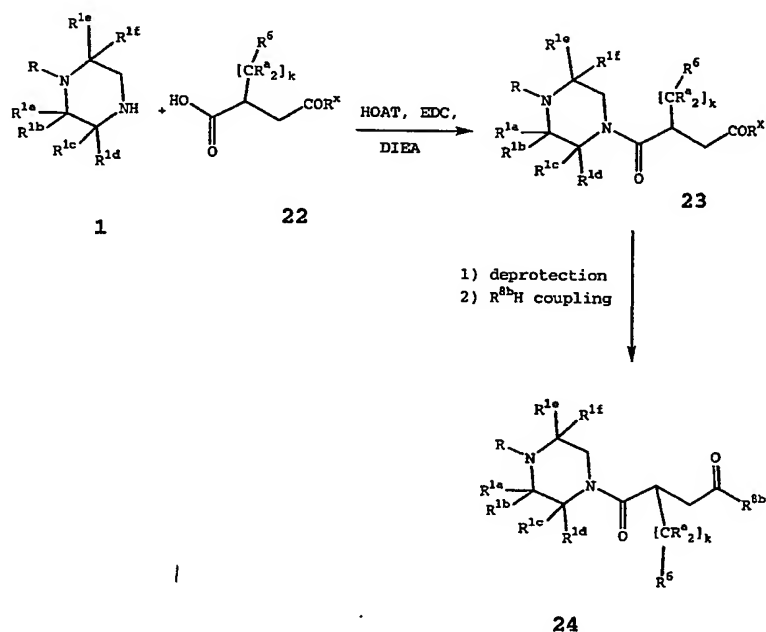
Scheme 10



- 87 -

Compounds of Formula I may also be prepared in a convergent manner as described in Scheme 10. Following the procedure for the synthesis of Scheme 9, the aniline **20** was prepared from the corresponding amine **19**, aldehyde and reducing agent, such as  $\text{NaBH}(\text{OAc})_3$ . The aniline **20** may be further substituted using, for example methylsulfonyl chloride, base such as pyridine, and DMAP (cat.), in a suitable solvent, such as  $\text{ClCH}_2\text{CH}_2\text{Cl}$  to yield the sulfonamide **21**.

Scheme 11



15

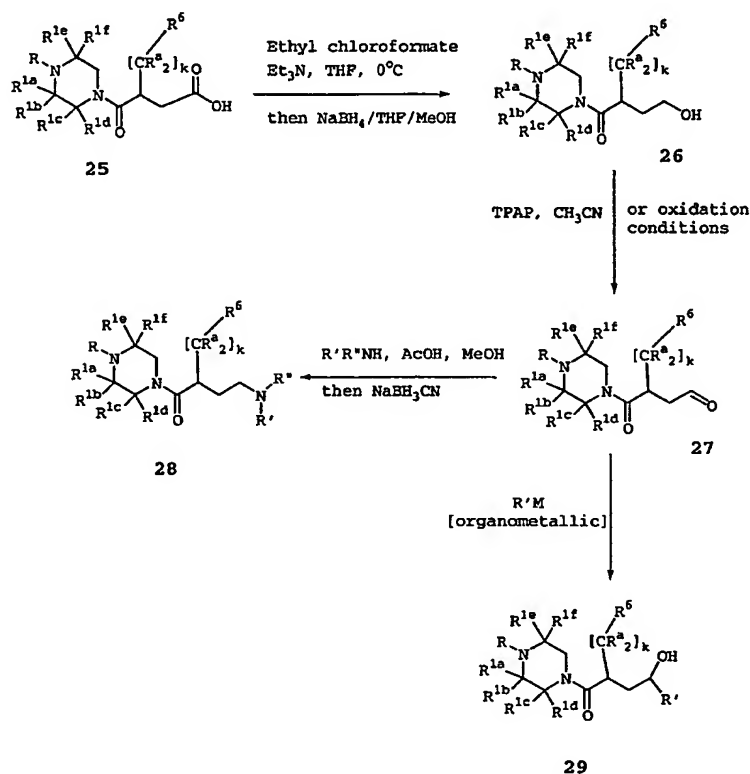
Compounds of Formula I, where  $\text{R}^2$  is  $-\text{C}(=\text{O})\text{R}^8$  and Y is  $\text{CH}_2$  may be prepared as described in Scheme 11. Piperazine **1** is coupled with acid **22** (where  $\text{R}^x$  is an acid protecting group, such as alkoxy, aryloxy, benzyloxy, and the like) to form the piperazinyl amide **23**. The amide **23** is deprotected to form the free acid which can be coupled with appropriate

- 88 -

reagents (where  $R^{8b}$  is capable of reacting with an acid, such as an optionally substituted amine) to form compounds **24**. Such coupling can be normal amino acid coupling reagents.

5

Scheme 12

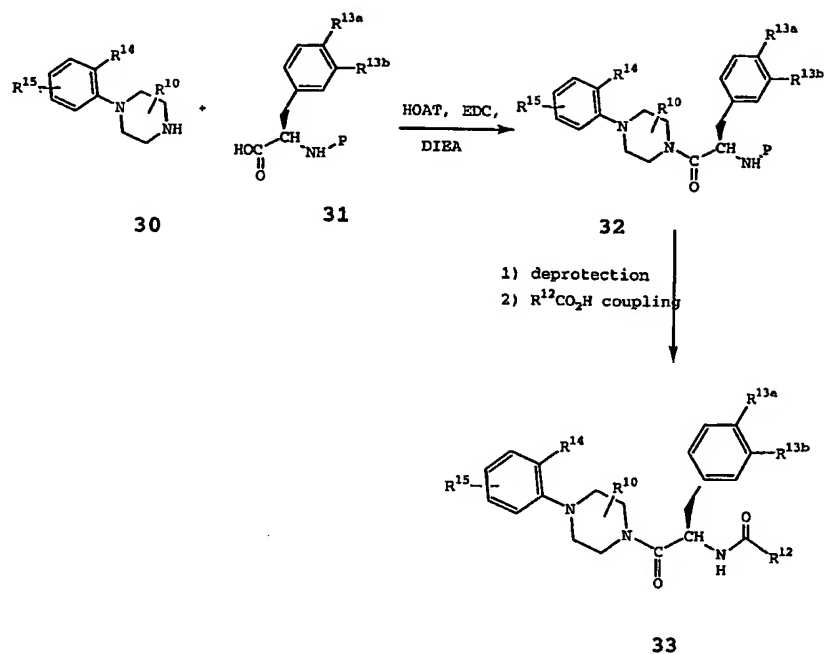


Alternatively, several types of compounds of Formula I, where  $R^2$  is  $-COR^8$  and  $Y$  is  $CH_2$  may be prepared as described in Scheme 12. The free acid **25** can be reduced to the alcohol **26**, for example using a two step procedure that converts the acid **25** first to the mixed carbonate, such as with ethyl chloroformate, then is reduced to the alcohol **26**, such as with  $NaBH_4$ . The alcohol **26** can be converted to the aldehyde **27** (using reagents such as with Dess Martin reagent, TPAP or Swern oxidation) which can be further reacted with substituted amines, such as in the presence of acetic acid, then reduced, such as with  $NaBH_3CN$  to form

- 89 -

amines **28**. Alternatively the aldehyde **27** can react with organometallic agents to form the alcohols **29**.

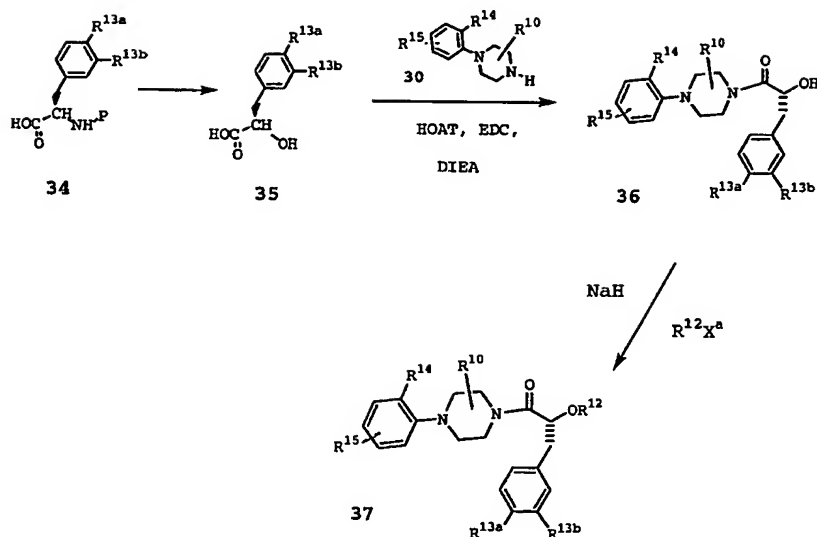
Scheme 13



5  
 Compounds of Formula II may be prepared as described in Scheme 13. Protected D-phenylalanine derivatives **31** (where P is a protecting group) are coupled with the substituted phenyl piperazine **30** using standard peptide  
 10 coupling conditions, such as with HOAT, EDC, and DIEA in a solvent, such as  $MeCl_2$ , and reacted at RT, to afford the protected piperazine phenylalanine compounds **32**. Removal of the protecting group P (CBZ, BOC, Fmoc etc.) is accomplished using conventional methods, such as with a solution of 50%  
 15 TFA and  $CH_2Cl_2$  (to remove a Boc group), to yield the free amine. The free amine is treated with base, such as DIEA in a solvent, such as  $MeCl_2$ . The reaction mixture is coupled with a substituted acid, using standard peptide coupling conditions, such as with HOAT, EDC, and DIEA in a solvent,  
 20 such as at a temperature of about RT, to yield the desired compound **33**.

- 90 -

Scheme 14



5

Compounds of Formula I (where Y is O) may be prepared as described in Scheme 14. A protected phenylalanine derivative 34 was treated with acid, such as H<sub>2</sub>SO<sub>4</sub>. To the solution was added an oxidizer, such as NaNO<sub>2</sub>, such as at a temperature of about 0°C, and reacted at about RT to afford the alcohol 35. The alcohol 35 is coupled with the substituted phenyl-piperazine 20 similar to the procedures previously described to afford the coupled alcohol 36. The coupled alcohol 36 is converted to the ether 37, such as by treatment with an alkali metal and a substituted halide.

The protected D-phenylalanine derivatives are commercially available or may be prepared by literature methods (R.M. Williams, Synthesis of Optically Active  $\alpha$ -Amino Acids, Pergamon Press: Oxford, 1989). Similarly, substituted piperazines are either commercially available, can be prepared via literature methods, or may be prepared following literature methods described for analogous compounds. TIC derivatives can be prepared such as by

- 91 -

methods described in WO00/74679. Piperazine derivatives can be prepared such as by methods described in WO95/34311.

The starting compounds defined in Schemes 1-14 may also be present with functional groups in protected form if  
5 necessary and/or in the form of salts, provided a salt-forming group is present and the reaction in salt form is possible. If so desired, one compound of formula I can be converted into another compound of formula I or a N-oxide thereof; a compound of formula I can be converted into a  
10 salt; a salt of a compound of formula I can be converted into the free compound or another salt; and/or a mixture of isomeric compounds of formula I can be separated into the individual isomers.

N-Oxides can be obtained in a known matter by reacting  
15 a compound of formula I with hydrogen peroxide or a peracid, e.g. 3-chloroperoxy-benzoic acid, in an inert solvent, e.g. dichloromethane, at a temperature between about -10-35°C, such as about 0°C - RT.

If one or more other functional groups, for example  
20 carboxy, hydroxy, amino, or mercapto, are or need to be protected in a compound of formulas I-IV, because they should not take part in the reaction, these are such groups as are usually used in the synthesis of peptide compounds, and also of cephalosporins and penicillins, as well as  
25 nucleic acid derivatives and sugars.

The protecting groups may already be present in precursors and should protect the functional groups concerned against unwanted secondary reactions, such as acylations, etherifications, esterifications, oxidations,  
30 solvolysis, and similar reactions. It is a characteristic of protecting groups that they lend themselves readily, i.e. without undesired secondary reactions, to removal, typically by solvolysis, reduction, photolysis or also by enzyme activity, for example under conditions analogous to



- 92 -

physiological conditions, and that they are not present in the end-products. The specialist knows, or can easily establish, which protecting groups are suitable with the reactions mentioned above and hereinafter.

- 5           The protection of such functional groups by such protecting groups, the protecting groups themselves, and their removal reactions are described for example in standard reference works, such as J. F. W. McOmie, "Protective Groups in Organic Chemistry", Plenum Press, London and New York 1973, in T. W. Greene, "Protective Groups in Organic Synthesis", Wiley, New York 1981, in "The Peptides"; Volume 3 (editors: E. Gross and J. Meienhofer), Academic Press, London and New York 1981, in "Methoden der organischen Chemie" (Methods of organic chemistry), Houben  
10           Weyl, 4th edition, Volume 15/1, Georg Thieme Verlag, Stuttgart 1974, in H.-D. Jakubke and H. Jescheit, "Aminosäuren, Peptide, Proteine" (Amino acids, peptides, proteins), Verlag Chemie, Weinheim, Deerfield Beach, and Basel 1982, and in Jochen Lehmann, "Chemie der  
15           Kohlenhydrate: Monosaccharide und Derivate" (Chemistry of carbohydrates: monosaccharides and derivatives), Georg Thieme Verlag, Stuttgart 1974.

- In the additional process steps, carried out as desired, functional groups of the starting compounds which  
25           should not take part in the reaction may be present in unprotected form or may be protected for example by one or more of the protecting groups mentioned above under "protecting groups". The protecting groups are then wholly or partly removed according to one of the methods described  
30           there.

          Salts of a compound of formula I with a salt-forming group may be prepared in a manner known *per se*. Acid addition salts of compounds of formula I may thus be obtained by treatment with an acid or with a suitable anion

- 93 -

exchange reagent. A salt with two acid molecules (for example a dihalogenide of a compound of formula I) may also be converted into a salt with one acid molecule per compound (for example a monohalogenide); this may be done by heating to a melt, or for example by heating as a solid under a high vacuum at elevated temperature, for example from about 130 to about 170°C, one molecule of the acid being expelled per molecule of a compound of formula I.

Salts can usually be converted to free compounds, e.g. by treating with suitable basic agents, for example with alkali metal carbonates, alkali metal hydrogen carbonates, or alkali metal hydroxides, typically potassium carbonate or sodium hydroxide.

All process steps described here can be carried out under known reaction conditions, preferably under those specifically mentioned, in the absence of or usually in the presence of solvents or diluents, preferably such as are inert to the reagents used and able to dissolve these, in the absence or presence of catalysts, condensing agents or neutralizing agents, for example ion exchangers, typically cation exchangers, for example in the H<sup>+</sup> form, depending on the type of reaction and/or reactants at reduced, normal, or elevated temperature, for example in the range from about -100°C to about 190°C, preferably from about -80°C to about 150°C, for example at about -80°C to about 60°C, at room temperature, at about -20°C to about 40°C or at the boiling point of the solvent used, under atmospheric pressure or in a closed vessel, where appropriate under pressure, and/or in an inert atmosphere, for example under argon or nitrogen.

Salts may be present in all starting compounds and transients, if these contain salt-forming groups. Salts may also be present during the reaction of such compounds, provided the reaction is not thereby disturbed.

- 94 -

In certain cases, typically in hydrogenation processes, it is possible to achieve stereoselective reactions, allowing for example easier recovery of individual isomers.

- 5       The solvents from which those can be selected which are suitable for the reaction in question include for example water, esters, typically lower alkyl-lower alkanoates, e.g. diethyl acetate, ethers, typically aliphatic ethers, e.g. diethylether, or cyclic
- 10   ethers, e.g. THF, liquid aromatic hydrocarbons, typically benzene or toluene, alcohols, typically MeOH, EtOH or 1- or 2-propanol, nitriles, typically AcCN, halogenated hydrocarbons, typically  $\text{CH}_2\text{Cl}_2$ , acid amides, typically DMF, bases, typically heterocyclic nitrogen bases, e.g. pyridine,
- 15   carboxylic acids, typically lower alkanecarboxylic acids, e.g. AcOH, carboxylic acid anhydrides, typically lower alkane acid anhydrides, e.g. acetic anhydride, cyclic, linear, or branched hydrocarbons, typically cyclohexane, hexane, or isopentane, or mixtures of these solvents, e.g.
- 20   aqueous solutions, unless otherwise stated in the description of the process. Such solvent mixtures may also be used in processing, for example through chromatography or distribution.

- The invention relates also to those forms of the
- 25   process in which one starts from a compound obtainable at any stage as a transient and carries out the missing steps, or breaks off the process at any stage, or forms a starting material under the reaction conditions, or uses said starting material in the form of a reactive derivative or
- 30   salt, or produces a compound obtainable by means of the process according to the invention and processes the said compound *in situ*. In the preferred embodiment, one starts from those starting materials which lead to the compounds described above as preferred.

- 95 -

The compounds of formula I, including their salts, are also obtainable in the form of hydrates, or their crystals can include for example the solvent used for crystallization (present as solvates).

5       New starting materials and/or intermediates, as well as processes for the preparation thereof, are likewise the subject of this invention. In the preferred embodiment, such starting materials are used and reaction conditions so selected as to enable the preferred compounds to be  
10   obtained.

Starting materials of the invention are known, are commercially available, or can be synthesized in analogy to or according to methods that are known in the art.

15       The skills required in carrying out the reaction and purification of the resulting reaction products are known to those in the art. Purification procedures include crystallization and normal-phase or reverse-phase chromatography.

20       In the preparation of starting materials, existing functional groups which do not participate in the reaction should, if necessary, be protected. Preferred protecting groups, their introduction and their removal are described above or in the examples.

25       All remaining starting materials are known, capable of being prepared according to known processes, or commercially obtainable; in particular, they can be prepared using processes as described in the examples.

30       The following examples contain detailed descriptions of the methods of preparation of compounds of Formulas I-IV. These detailed descriptions fall within the scope, and serve to exemplify, the above described General Synthetic Procedures which form part of the invention.

- 96 -

These detailed descriptions are presented for illustrative purposes only and are not intended as a restriction on the scope of the invention.

- 5 Unless otherwise noted, all materials were obtained from commercial suppliers and used without further purification. All reactions involving air- or moisture-sensitive compounds were performed under a nitrogen atmosphere. All parts are by weight and temperatures are in
- 10 Degrees centigrade unless otherwise indicated. All compounds showed NMR spectra consistent with their assigned structures. Unless otherwise stated, reactions were run at room temperature.
- 15 The following abbreviations are used:
- |  |  |
|--|--|
| AcOH -                                 | acetic acid  |
| AlH <sub>3</sub> -                     | aluminum hydride   |
| Bn -                                   | benzyl   |
| Boc -                                  | <i>tert</i> -(butoxycarbonyl)-   |
| 20 Boc-D-Phe-OH -                      | <i>N-tert</i> -(butoxycarbonyl)-D-phenylalanine                                    |
| Boc-L-Tic-OH -                         | <i>N-tert</i> -(butoxycarbonyl)-L-1,2,3,4-tetrahydroisoquinoline-3-carboxylic acid |
| Boc- <i>p</i> -Cl-D-Phe-OH -           | <i>N-tert</i> -(butoxycarbonyl)- <i>para</i> -chloro-D-phenylalanine               |
| 25 BOP-Cl -                            | bis(2-oxo-3-oxazolidinyl)phosphinic chloride                                       |
| CBZ-N-                                 | Carbobenzyloxy   |
| CH <sub>2</sub> Cl <sub>2</sub> -      | dichloromethane  |
| ClCH <sub>2</sub> CH <sub>2</sub> Cl - | ethylene dichloride  |
| 30 CH <sub>3</sub> CN -                | acetonitrile   |
| chxl -                                 | cyclohexyl   |
| Cond -                                 | concentrated   |
| cyp -                                  | cyclopropyl  |
| DIEA -                                 | <i>N,N</i> -diisopropylethylamine  |

- 97 -

	DMAP -	4-dimethylaminopyridine
	DME -	ethylene glycol dimethylether
	DMF -	dimethylformamide
	EDC -	1-ethyl-3-[3-(dimethylamino)propyl]
5		carbodiimide hydrochloride
	Et <sub>2</sub> O -	diethyl ether
	EtOAc -	ethyl acetate
	EtOH -	ethyl alcohol
	Fmoc -	N-(9-fluorenylmethoxycarbonyl)-
10	g -	gram
	h -	hour
	H <sub>2</sub> -	hydrogen
	H <sub>2</sub> O -	water
	H <sub>2</sub> O <sub>2</sub> -	hydrogen peroxide
15	HCO <sub>2</sub> NH <sub>4</sub> -	ammonium formate
	HCl -	hydrochloric acid
	HOAT -	1-hydroxy-7-azabenzotriazole
	HOBT -	1-hydroxybenzotriazole hydrate
	H <sub>3</sub> PO <sub>4</sub> -	Phosphoric acid
20	HPLC -	high pressure liquid chromatography
	K <sub>2</sub> CO <sub>3</sub> -	potassium carbonate
	LDA -	lithium diisopropylamide
	LiOH -	lithium hydroxide
	LiAlH <sub>4</sub> -	lithium aluminum hydride
25	mg -	milligram
	ml -	milliliter
	min -	minutes
	MeOH -	methyl alcohol
	Na <sub>2</sub> CO <sub>3</sub> -	sodium carbonate
30	NaH -	sodium hydride
	NaOH -	sodium hydroxide
	NaBH <sub>3</sub> CN -	sodium cyanoborohydride
	NaBH(OAc) <sub>3</sub> -	sodium triacetoxymborohydride
	NaHCO <sub>3</sub> -	sodium bicarbonate

- 98 -

	NaHMDS -	sodium bis(trimethylsilyl)amide
	NaH <sub>2</sub> PO <sub>4</sub> -	sodium phosphate monobasic
	Na <sub>2</sub> SO <sub>4</sub> -	sodium sulfate
	N <sub>2</sub> -	nitrogen
5	NH <sub>3</sub> -	ammonia
	(NH <sub>4</sub> ) <sub>2</sub> SO <sub>4</sub> -	ammonium sulfate
	NH <sub>4</sub> OAc -	ammonium acetate
	NH <sub>4</sub> Cl -	ammonium chloride
	Pd/C -	palladium on carbon
10	ps -	polystyrene
	phe -	phenylalanine
	RT -	room temperature
	Satd -	saturated
	SiO <sub>2</sub> -	silica
15	SnCl <sub>2</sub> •2H <sub>2</sub> O -	stannous chloride dihydrate
	soln -	solution
	TEA -	triethylamine
	TFA -	trifluoroacetic acid
	THF -	tetrahydrofuran
20	TIC -	tetrahydroisoquinoline carboxylic acid
	TPAP -	tetrapropyl ammonium perruthenate
	TLC -	thin layer chromatography

Preparative HPLC (TFA Buffer): Unless otherwise  
25 stated, compounds that were purified by preparative HPLC  
using a TFA buffer were run on a YMC-ODS AM (150x20 mm, 5  
micron particle size) column, with a flowrate of 20 mL/min.  
The eluant used was 10 to 100% CH<sub>3</sub>CN in H<sub>2</sub>O over 7 min then  
3.5 min at 100% CH<sub>3</sub>CN. Both solvents were buffered with  
30 0.1% TFA.

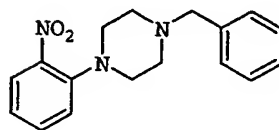
Preparative HPLC (AcOH Buffer): The following method  
was used when AcOH was used as a buffer. YMC-ODS AM (150x20  
mm, 5 micron particle size) column, with a flowrate of 20

- 99 -

mL/min. The eluant used was 10 to 100% CH<sub>3</sub>CN in H<sub>2</sub>O over 6 min then 3.5 min at 100% CH<sub>3</sub>CN. Both solvents were buffered with 0.1% AcOH.

5

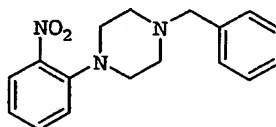
## Preparation I

**1-(2-Nitrophenyl)-4-benzylpiperazine**

10 To a 500 mL round-bottomed flask equipped with magnetic stirring was added 1-(2-nitrophenyl)piperazine (Emka-Chemie) (30 g, 145 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (300 mL). A solution of Na<sub>2</sub>CO<sub>3</sub> in H<sub>2</sub>O (61.2 g in 100 mL) was added, and the reaction mixture was stirred for 5 min. Stirring was  
15 stopped, benzyl bromide (18.6 mL, 159 mmol) was added, and the reaction was heated at reflux for 4 h. The organic layer was separated, and the aqueous layer was extracted with CH<sub>2</sub>Cl<sub>2</sub> (2x50 mL). All organic fractions were combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and  
20 concentrated in vacuo to afford 1-(2-nitrophenyl)-4-benzylpiperazine as an orange oil (42 g). MS (ESI, pos. Ion) *m/z*: 298 (M+H); MS (ESI, neg. Ion) *m/z*: 296 (M-H). Calc'd for C<sub>17</sub>H<sub>19</sub>N<sub>3</sub>O<sub>2</sub>: 297.15.

25

## Preparation I(a)

**1-(2-Nitrophenyl)-4-benzylpiperazine**

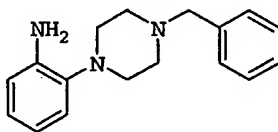


- 100 -

To a 500 mL round-bottomed flask equipped with magnetic stirring was added 2-fluoronitrobenzene (14 g, 101 mmol), DIEA (19 mL, 110 mmol), 1-benzylpiperazine (18 mL, 110 mmol) (Aldrich) and DMF (250 mL). The reaction was  
5 stirred for 18 h, diluted with 400 mL of EtOAc and washed with 300 mL each of 10% NaHCO<sub>3</sub>, H<sub>2</sub>O, and brine. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated in vacuo to yield 1-(2-nitrophenyl)-4-benzylpiperazine (30 g). Calc'd for C<sub>17</sub>H<sub>19</sub>N<sub>3</sub>O<sub>2</sub>: 297.15.

10

## Preparation II



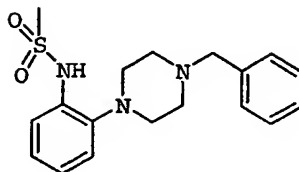
15

**2-[4-Benzylpiperazinyl]phenylamine**

To a round-bottomed flask equipped with magnetic stirring was added 1-(2-nitrophenyl)-4-benzylpiperazine (42 g, 160 mmol), EtOH (300 mL), and SnCl<sub>2</sub>•2H<sub>2</sub>O (Aldrich) (141 g, 624 mmol), and the reaction mixture was warmed to 60°C  
20 for 5 h. The reaction mixture was treated with 1N NaOH (30 mL) and CH<sub>2</sub>Cl<sub>2</sub>. The organic layer was separated, and the aqueous layer was extracted with CH<sub>2</sub>Cl<sub>2</sub> (2x30 mL). All organic fractions were combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to afford  
25 the amine as a light yellow oil (34 g). MS (ESI, pos. Ion) m/z: 268 (M+H); MS (ESI, neg. Ion) m/z: 266 (M-H). Calc'd for C<sub>17</sub>H<sub>21</sub>N<sub>3</sub>: 267.17.

- 101 -

## Preparation III



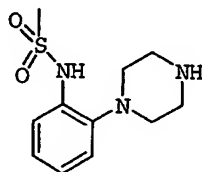
5

**(Methylsulfonyl){2-[4-benzylpiperazinyl]phenyl}amine**

To a round-bottomed flask equipped with magnetic stirring was added 2-[4-benzylpiperazinyl]phenylamine (34 g, 127 mmol) in  $\text{ClCH}_2\text{CH}_2\text{Cl}$  (100 mL) and pyridine (12 mL, 140 mmol). The reaction mixture was stirred for 5 min. To the reaction was added methanesulfonyl chloride (Aldrich) (11 mL, 139 mmol), and the reaction mixture was heated at reflux for 18 h. After cooling to RT a satd soln of  $\text{NaHCO}_3$  (50 mL) was added. The organic layer was separated, and the aqueous layer was extracted with  $\text{CH}_2\text{Cl}_2$  (2x50 mL). All organic fractions were combined, washed with brine, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated *in vacuo* to afford the sulfonamide as yellow oil (42 g). MS (ESI, pos. Ion)  $m/z$ : 346 (M+H); MS (ESI, neg. Ion)  $m/z$ : 344 (M-H). Calc'd for  $\text{C}_{18}\text{H}_{23}\text{N}_3\text{O}_2\text{S}$ : 345.15.

15  
20

## Preparation IV



25

**(Methylsulfonyl)(2-piperazinyl)phenylamine**

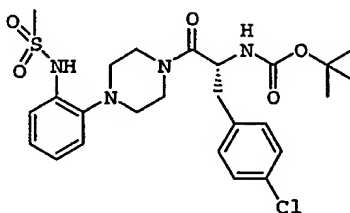
To a round-bottomed flask equipped with stirring was added (methylsulfonyl){2-[4-benzylpiperazinyl] phenyl}amine

- 102 -

(42 g, 120 mmol), MeOH, 10% Pd/C (Aldrich) (25 g), and HCO<sub>2</sub>NH<sub>4</sub> (38 g, 610 mmol). After heating at reflux for 2 h, the mixture was filtered through Celite® and washed with CH<sub>2</sub>Cl<sub>2</sub>. The combined organic layers were washed with NaHCO<sub>3</sub> and concentrated in vacuo to afford a light yellow solid. This was treated with a soln of EtOAc and HCl to afford the salt of the desired compound as the hydrochloride salt (20 g). MS (ESI, pos. Ion) m/z: 256 (M+H); MS (ESI, neg. Ion) m/z: 254 (M-H). Calc'd for C<sub>11</sub>H<sub>17</sub>N<sub>3</sub>O<sub>2</sub>S: 255.10.

10

## Preparation V



15        **(2R)-{1-(4-Chlorobenzyl)-2-[4-(2-methylsulfonylamino-phenyl)piperazin-1-yl]-2-oxo-ethyl}-carbamic acid tert-butyl ester**

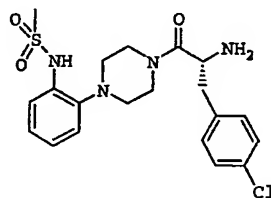
To a round-bottomed flask equipped with magnetic stirring was added (methylsulfonyl)(2-piperazinyl-phenyl)amine hydrochloride (3.0 g, 10 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (20 mL) followed by DIEA (2.1 mL, 11.72 mmol). The reaction was stirred for 5 min. To the mixture was added N-Boc-p-Cl-D-Phe-OH (Peptech Corp.) (3.2 g, 10.6 mmol), HOAT (Aldrich) (1.8 g, 13 mmol) and EDC (4.1 g, 21 mmol), and the reaction mixture was stirred at RT for 2.5 h. A satd soln of NaHCO<sub>3</sub> was added, the organic layer was separated, and the aqueous layer was extracted with CH<sub>2</sub>Cl<sub>2</sub> (2x50 mL). All organic fractions were combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to afford an

- 103 -

orange oil. MS (ESI, pos. ion)  $m/z$ : 537 (M+H); MS (ESI, neg. ion)  $m/z$ : 535 (M-H). Calc'd for  $C_{25}H_{33}ClN_4O_5S$ : 536.19.

## Preparation VI

5

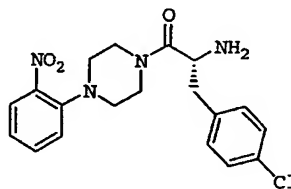


**(2R)-2-Amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one**

10 To a round-bottomed flask equipped with magnetic stirring was added (2R)-{1-(4-chlorobenzyl)-2-[4-(2-methylsulfonylamino-phenyl)-piperazin-1-yl]-2-oxo-ethyl}-carbamic acid tert-butyl ester (12 g, 22 mmol) and a soln of  $CH_2Cl_2$  (10 mL), and TFA (10 mL). This was stirred at RT  
15 for 2 h. The organic solvent was concentrated *in vacuo* to give the amine as the TFA salt (6.1 g). MS (ESI, pos. ion)  $m/z$ : 437 (M+H); MS (ESI, neg. ion)  $m/z$ : 435 (M-H). Calc'd for  $C_{20}H_{25}ClN_4O_3S$ : 436.13.

20

## Preparation VII



**(2R)-2-Amino-3-(4-chlorophenyl)-1-[4-(2-nitrophenyl)piperazinyl]propan-1-one**

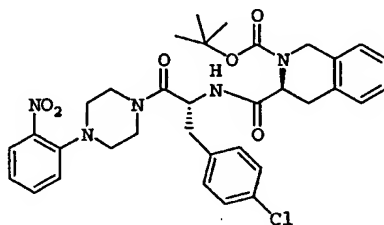
25

To a round-bottomed flask equipped with magnetic stirring was added a solution of 1-(2-nitrophenyl)-

- 104 -

piperazine (Emka-Chemie) (1.0 g, 4.8 mmol) CH<sub>2</sub>Cl<sub>2</sub> (10 mL), and the reaction mixture was stirred for 5 min. *N*-Boc-*p*-Cl-D-Phe-OH (Peptech Corporation) (1.6 g, 5.3 mmol), HOAT (Aldrich) (660 mg, 4.8 mmol) and EDC (Aldrich) (2.9 g, 9.7 mmol) were added, and the reaction mixture was stirred at RT for 2.5 h. A satd soln of NaHCO<sub>3</sub> (10 mL) was added, the organic layer was separated, and the aqueous layer was extracted with CH<sub>2</sub>Cl<sub>2</sub> (2x50 mL). All organic fractions were combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to afford an orange oil. The Boc protecting group was removed using the procedure described for Preparation VI with a soln of 50% TFA and CH<sub>2</sub>Cl<sub>2</sub> (2 mL). The organic solvent was removed *in vacuo* to give the desired compound as the TFA salt (1.4 g). MS (ESI, pos. ion) *m/z*: 389 (M+H); MS (ESI, neg. ion) *m/z*: 387 (M-H). Calc'd for C<sub>19</sub>H<sub>21</sub>ClN<sub>4</sub>O<sub>3</sub>: 388.13.

## Preparation VIII



**tert-Butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl)carbamoyl-(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate**

To a round-bottomed flask equipped with stirring was added (2R)-2-amino-3-(4-chlorophenyl)-1-[4-(2-nitrophenyl)piperazinyl]propan-1-one trifluoroacetate (1.7 g, 3.4 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (10 mL), and the reaction was stirred for 5 min. Boc-L-Tic-OH (Bachem) (1.6 g, 5.3 mmol), HOAT (Aldrich) (1.2 g, 4.7 mmol), EDC (Aldrich) (2.6 g, 8.7

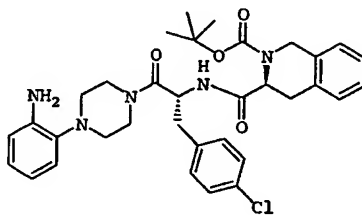
- 105 -

mmol), and DIEA (Aldrich) (0.75 mL, 4.3 mmol) were added, and the mixture was stirred at RT for 2.5 h. A satd soln of NaHCO<sub>3</sub> (10 mL) was added. The organic layer was separated, and the aqueous layer was extracted with CH<sub>2</sub>Cl<sub>2</sub> (2x50 mL).

- 5 All organic fractions were combined, washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to afford an orange oil (2.1 g). MS (ESI, pos. ion) *m/z*: 648 (M+H); MS (ESI, neg. ion) *m/z*: 646 (M-H). Calc'd for C<sub>34</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>6</sub>: 647.25.

10

## Preparation IX



- 15 **tert-Butyl 3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate**

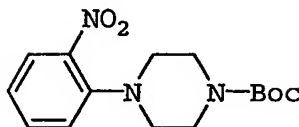
Following the procedure of Preparation II, tert-butyl 3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from tert-butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (2.5 g, 3.9 mmol) in EtOH (10 mL), and SnCl<sub>2</sub>·2H<sub>2</sub>O (Aldrich) (3.6 g, 16 mmol). A light yellow solid was isolated (2.1 g). MS (ESI, pos. ion) *m/z*: 618 (M+H); MS (ESI, neg. ion) *m/z*: 616 (M-H). Calc'd for C<sub>34</sub>H<sub>40</sub>ClN<sub>5</sub>O<sub>4</sub>: 617.28.

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- 106 -

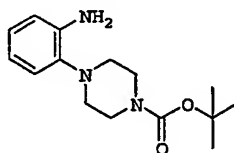
## Preparation X

5           **tert-Butyl 4-(2-nitrophenyl)piperazinecarboxylate**

To a 1 L round-bottomed flask equipped with magnetic stirring was added 1-(2-nitrophenyl)-piperazine (Emkachem) (7.2 g, 35 mmol), di-tert-butyl dicarbonate (11 g, 52 mmol) (Aldrich), and DMAP (cat.) (Aldrich) in THF (500 mL), and  
10 the reaction was stirred 18 h and then concentrated in vacuo. The resulting crude material was dissolved in 500 mL EtOAc and washed with 400 mL each of 10% citric acid (2x), 10% NaHCO<sub>3</sub>, H<sub>2</sub>O and brine. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated in vacuo to  
15 afford the desired material (6.4 g). MS (ESI, pos. ion) m/z: 308 (M+H), (ESI, neg. ion) m/z: 306 (M-H). Calc'd for C<sub>15</sub>H<sub>21</sub>N<sub>3</sub>O<sub>4</sub>: 307.15.

## Preparation XI

20

**tert-Butyl 4-(2-aminophenyl)piperazinecarboxylate**

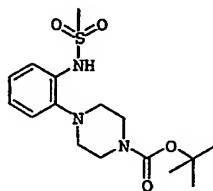
Into a 500 mL round bottomed flask equipped with  
25 magnetic stirring was added tert-butyl 4-(2-nitrophenyl)piperazinecarboxylate (5.0 g, 16 mmol) in 95% EtOH (250 mL), and 10% Pd/C (2.0 g, 1.9 mmol) (Aldrich). The flask was equipped with a balloon filled with H<sub>2</sub>, and the reaction was stirred for 18 h. After filtering through  
30 a pad of Celite®, the crude material was concentrated in

- 107 -

vacuo to afford the desired compound (4.4 g). MS (ESI, pos. ion)  $m/z$ : 278 (M+H), (ESI, neg. ion)  $m/z$ : 276 (M-H). Calc'd for  $C_{15}H_{23}N_3O_2$ : 277.18.

5

## Preparation XII



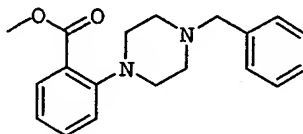
10

**tert-Butyl 4-{2-[(methanesulfonyl)amino]phenyl}-  
piperazinecarboxylate**

tert-Butyl 4-{2-[(methanesulfonyl)amino]phenyl}-piperazinecarboxylate was prepared following the procedure for Preparation III using, tert-butyl 4-(2-aminophenyl)piperazinecarboxylate (4.4 g, 16 mmol), methanesulfonyl chloride (1.4 mL, 18 mmol) and DIEA (instead of pyridine) (3.1 mL, 18 mmol). The crude material was purified by flash chromatography ( $SiO_2$ , 4:1 hexane:EtOAc) and concentrated in vacuo to afford the desired compound (4.1 g). MS (ESI, pos. ion)  $m/z$ : 356 (M+H), (ESI, neg. ion)  $m/z$ : 354 (M-H). Calc'd for  $C_{16}H_{25}N_3O_4S$ : 355.16.

25

## Preparation XIII



**Methyl 2-[4-benzylpiperazinyl]benzoate**

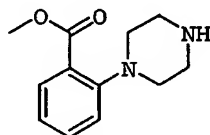
To a 250 mL pressure bottle equipped with magnetic stirring was added methyl 2-fluorobenzoate (Lancaster Synthesis Inc.) (3.0 g, 20 mmol), 1-benzylpiperazine



- 108 -

(Aldrich) (3.8 g, 22 mmol) and  $K_2CO_3$  (3.0 g, 22 mmol) in DMF (100 mL). The mixture was heated at 150°C for 12 h. After cooling to RT the reaction was diluted with EtOAc (100 mL) and  $H_2O$  was added. The organic layer was separated and  
5 washed with  $H_2O$ , brine, dried over  $Na_2SO_4$ , filtered and concentrated *in vacuo* to afford a brown oil. The crude material was purified by column chromatography (4:1 hexanes-EtOAc) to give the title compound as a white foam (3.6 g).  
MS (ESI, pos. ion)  $m/z$ : 311 (M+H). Calc'd for  $C_{19}H_{22}N_2O_2$ :  
10 310.17.

## Preparation XIV



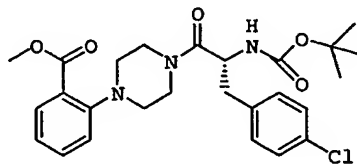
15

**Methyl 2-piperazinylbenzoate**

The title compound was prepared according to the procedure described in Preparation IV by using methyl 2-[4-benzylpiperazinyl]benzoate (2.8 g, 8.9 mmol), 10% Pd/C  
20 (Aldrich) (940 mg), and  $HCO_2NH_4$  (2.8, 44 mmol). The title compound was isolated as a colorless oil (1.75 g). (MS (ESI, pos. ion)  $m/z$ : 221 (M+H). Calc'd for  $C_{12}H_{16}N_2O_2$ : 220.12.

25

## Preparation XV

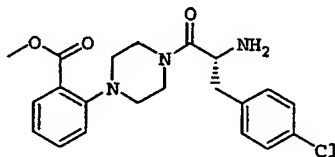


- 109 -

**Methyl 2-(4-((2R)-2-[(tert-butoxy)carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)benzoate**

The title compound was prepared according to the procedure described in Preparation V (without DIEA) by using methyl 2-piperazinylbenzoate (2.5 g, 11 mmol), *N*-Boc-*p*-Cl-D-Phe-OH (Peptech Corporation) (3.8 g, 13 mmol), HOAT (Aldrich) (1.6 g, 11 mmol), and EDC (Aldrich) (4.4 g, 23 mmol). The title compound was isolated as a crude white foam (4.8 g). MS (ESI, pos. ion) *m/z*: 502 (M+H). Calc'd for C<sub>26</sub>H<sub>32</sub>ClN<sub>3</sub>O<sub>5</sub>: 501.20.

Preparation XVI

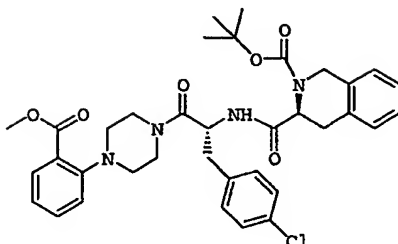


**Methyl 2-(4-[(2R)-2-amino-3-(4-chlorophenyl)propanoyl]piperazinyl)benzoate**

To a 25 mL round-bottomed flask equipped with magnetic stirring was added methyl 2-(4-((2R)-2-[(tert-butoxy)carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)benzoate (3.2 g, 6.4 mmol). A satd soln of HCl in EtOAc (15 mL) was added, and the mixture was stirred at RT for 1 h. The title compound, as the hydrochloride salt, was isolated by filtration as a white solid (2.6 g). MS (ESI, pos. ion) *m/z*: 402 (M+H). Calc'd for C<sub>21</sub>H<sub>24</sub>ClN<sub>3</sub>O<sub>3</sub>: 401.15.

- 110 -

## Preparation XVII



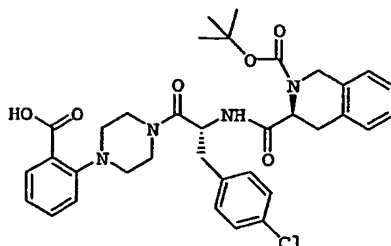
5

**Methyl 2-{4-[(2R)-2-({(3S)-2-[(tert-butyl)oxycarbonyl](3-1,2,3,4-tetrahydroisoquinolyl)}carbonylamino)-3-(4-chlorophenyl)propanoyl]piperazinyl}benzoate**

The title compound was prepared according to the  
 10 procedure described in Preparation V by using methyl 2-{4-[(2R)-2-amino-3-(4-chlorophenyl)propanoyl] piperazinyl}-benzoate hydrochloride (2.6 g, 5.9 mmol), Boc-L-Tic-OH (Bachem) (1.8 g, 6.5 mmol), HOAT (Aldrich) (810 mg, 5.9 mmol), and EDC (Aldrich) (2.3 g, 12 mmol) and DIEA  
 15 (Aldrich) (1.0 mL, 5.9 mmol). The title compound was isolated and purified by column chromatography (CH<sub>2</sub>Cl<sub>2</sub> with 1.5% NH<sub>3</sub> 2M in MeOH) (2.8 g). MS (ESI, pos. ion) *m/z*: 661 (M+H). Calc'd for C<sub>36</sub>H<sub>41</sub>ClN<sub>4</sub>O<sub>6</sub>: 660.27.

- 111 -

## Preparation XVIII



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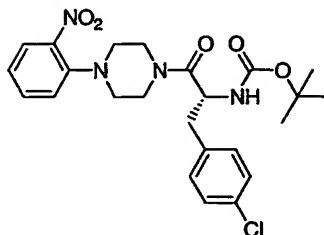
2-{4-[(2R)-2-[(3S)-2-[(*tert*-Butyl)oxycarbonyl](3-1,2,3,4-tetrahydroisoquinolyl)]carbonylamino)-3-(4-chlorophenyl)propanoyl]piperazinyl}benzoic acid

To a 150 mL round-bottomed flask equipped with magnetic stirring was added methyl 2-{4-[(2R)-2-[(3S)-2-[(*tert*-butyl)oxycarbonyl](3-1,2,3,4-tetrahydroisoquinolyl)]carbonylamino)-3-(4-chlorophenyl)propanoyl]piperazinyl}benzoate (1.6 g, 2.4 mmol) in THF (30 mL). A soln of LiOH (Aldrich) (303 mg, 7.14 mmol) in H<sub>2</sub>O (ca. 10 mL) was added and the reaction was heated at 60°C for 12 h. After cooling to RT, the mixture was concentrated *in vacuo* and diluted with EtOAc (100 mL). A 10% soln of citric acid (25 mL) was added, the organic layer was separated, and the aqueous layer was extracted with EtOAc (2x25 mL). The organic layers were combined, washed with H<sub>2</sub>O, and brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to afford the title compound as a white solid (960 mg). MS (ESI, pos. ion) *m/z*: 647 (M+H). Calc'd for C<sub>35</sub>H<sub>39</sub>ClN<sub>4</sub>O<sub>6</sub>: 646.26.

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- 112 -

## Preparation XIX



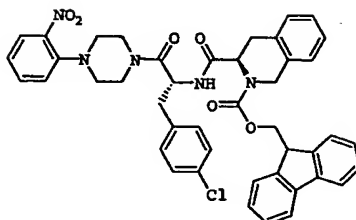
5

***N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl}(tert-butoxy)carboxamide**

To a 500 mL round-bottomed flask equipped with  
 10 magnetic stirring was added *N*-BOC-*p*-Cl-D-Phe-OH (5.28 g, 17.6 mmol) (Nova Biochem), 1-[3-(dimethylamino)-propyl]-3-ethylcarbodiimide methiodide (10.0 g, 34 mmol) (Aldrich), and HOAT (2.7 g, 20 mmol) (Aldrich). DMF (100 mL) was added and the solution was stirred for 5 min. 1-(2-  
 15 Nitrophenyl)piperazine (3.5 g, 17 mmol) (Emka-Chemie) was added and the solution was stirred for 2 h. The reaction was diluted with EtOAc (150 mL) and washed with satd NaHCO<sub>3</sub>, H<sub>2</sub>O, and brine (75 mL each). The organic layer was collected, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and concentrated in  
 20 vacuo. MS (ESI, pos. ion) *m/z*: 489 (M+H), (ESI, neg. ion) *m/z*: 487 (M-H). Calc'd for C<sub>24</sub>H<sub>29</sub>ClN<sub>4</sub>O<sub>5</sub>: 488.18.

- 113 -

## Preparation XX



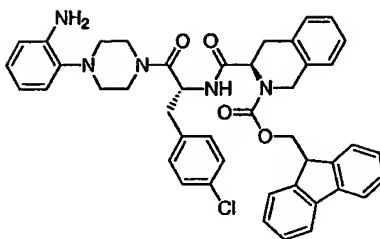
**Fluoren-9-ylmethyl (3R)-3-(N-{(1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl}carbamoyl)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate**

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*N*-{(1R)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl}(tert-butoxy)-carboxamide (1.4 g, 2.8 mmol) was treated with satd HCl in EtOAc as described in Preparation XVI. The resulting crude material was diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. This sample (1.05 g, 2.50 mmol), was coupled to *N*-Fmoc-D-1,2,3,4-tetrahydroisoquinoline-3-carboxylic acid (1.1 g, 2.7 mmol) (Peptech), by the procedure for Preparation XIX using 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (Aldrich) (1.6 g, 5.5 mmol) and HOAT (370 mg, 2.7 mmol). The crude compound was obtained in a quantitative yield (2.2 g). MS (ESI, pos. ion) *m/z*: 770 (M+H), (ESI, neg. ion) *m/z*: 768 (M-H). Calc'd for C<sub>44</sub>H<sub>40</sub>ClN<sub>5</sub>O<sub>6</sub>: 769.27.

## Preparation XXI

- 114 -

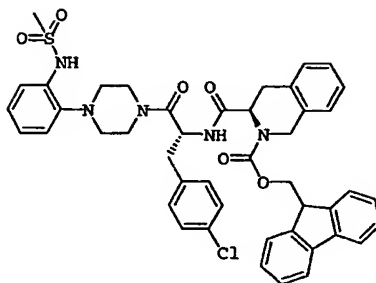


**Fluoren-9-ylmethyl (3R)-3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate**

Fluoren-9-ylmethyl (3R)-3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared according to the procedure for Preparation II using fluoren-9-ylmethyl (3R)-3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)-piperazinyl]-2-oxoethyl)carbamoyl)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (1.4 g, 1.8 mmol) and  $\text{SnCl}_2 \cdot 2\text{H}_2\text{O}$  (1.7 g, 7.3 mmol) (Aldrich). The crude product was purified by flash chromatography ( $\text{SiO}_2$ , 1:1 EtOAc:hexane) and concentrated *in vacuo* to afford the desired compound (770 mg). MS (ESI, pos. ion)  $m/z$ : 740 (M+H), (ESI, neg. ion)  $m/z$ : 738 (M-H). Calc'd for  $\text{C}_{44}\text{H}_{42}\text{ClN}_5\text{O}_4$ : 739.29.

- 115 -

## Preparation XXII



5

Fluoren-9-ylmethyl (3R)-3-{N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate

10

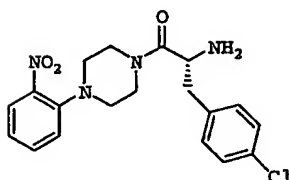
Fluoren-9-ylmethyl (3R)-3-{N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from fluoren-9-ylmethyl (3R)-3-(N-{(1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl}carbamoyl)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (250 mg, 0.34 mmol) according to the procedure for Preparation III using methanesulfonyl chloride (30  $\mu$ l, 0.39 mmol) and 2,6-di-tert-butyl-pyridine (80  $\mu$ l, 0.36 mmol) (Aldrich). The crude product was concentrated *in vacuo* and purified by flash chromatography ( $\text{SiO}_2$ , 15% EtOAc in  $\text{CH}_2\text{Cl}_2$ ), to afford the desired compound (240 mg). MS (ESI, pos. ion)  $m/z$ : 818 (M+H), (ESI, neg. ion)  $m/z$ : 816 (M-H). Calc'd for  $\text{C}_{45}\text{H}_{44}\text{ClN}_5\text{O}_6\text{S}$ : 817.27.

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- 116 -

## Preparation XXIII



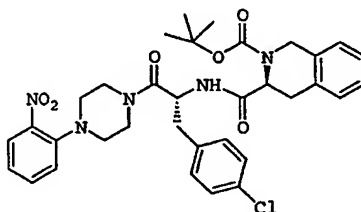
5                   **(2R)-2-Amino-3-(4-chlorophenyl)-1-[4-(2-nitrophenyl)piperazinyl]propan-1-one**

Using the procedure described for the synthesis of Preparation XVI, (2R)-2-amino-3-(4-chlorophenyl)-1-[4-(2-nitrophenyl)piperazinyl]propan-1-one hydrochloride was prepared from *N*-{(1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl} (tert-butoxy) carboxamide (660 mg, 1.4 mmol) and a satd soln of HCl in EtOAc (10 mL). The yellow solid was filtered to give the target compound isolated as the HCl salt, as a white solid (530 mg). MS (ESI, pos. ion) *m/z*: 389 (M+H). Calc'd for C<sub>19</sub>H<sub>21</sub>ClN<sub>4</sub>O<sub>5</sub>: 388.13.

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## Preparation XXIV



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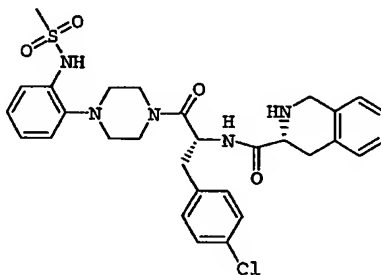
**tert-Butyl 3-(N-{(1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl) piperazinyl]-2-oxoethyl}carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate**

25           Using the procedure described for the synthesis of Preparation V, *tert*-butyl 3-(*N*-{(1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl) piperazinyl]-2-

- 117 -

oxoethyl}carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from (2*R*)-2-amino-3-(4-chlorophenyl)-1-[4-(2-nitrophenyl)piperazinyl]propan-1-one hydrochloride (570 mg, 1.3 mmol) in DMF (10 mL), Boc-L-Tic-OH (Bachem) (410, 1.5 mmol), HOAT (Aldrich) (180 mg, 1.4 mmol), EDC (Aldrich) (520 mg, 2.70 mmol), and DIEA (Aldrich) (240  $\mu$ L, 1.4 mmol). The crude material was purified by column chromatography (1:1 hexanes-EtOAc) to give the title compound as a white foam (716 mg). MS (ESI, pos. ion)  $m/z$ : 648 (M+H). Calc'd for  $C_{34}H_{38}ClN_5O_6$ : 647.25.

### Example 1



15

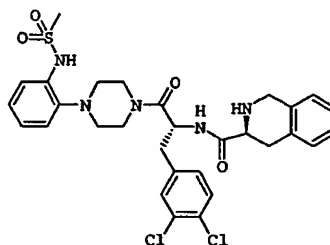
((3*R*)(3-1,2,3,4-Tetrahydroisoquinolyl))-*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carboxamide

In a 50 mL round bottomed flask equipped with magnetic stirring was added fluoren-9-ylmethyl (3*R*)-3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (240 mg, 0.290 mmol) in  $CH_2Cl_2$  (5 mL). This solution was treated with tris(2-aminoethyl)amine (220  $\mu$ L, 1.4 mmol) (Aldrich) and stirred for 1.5 h. The reaction was diluted with  $CH_2Cl_2$  and washed with brine. The organic layer was separated and washed with sodium phosphate buffer (1M, pH 5.5), dried over  $Na_2SO_4$ , filtered and concentrated

- 118 -

in vacuo. The crude product was purified by flash chromatography (SiO<sub>2</sub>, 1% MeOH in CH<sub>2</sub>Cl<sub>2</sub>) and to afford the desired material (150 mg). The purified compound was dissolved in H<sub>2</sub>O, treated with excess AcOH and lyophilized to yield the acetate salt. MS (ESI, pos. ion) *m/z*: 596 (M+H), (ESI, neg. ion) *m/z*: 594 (M-H). Calc'd for C<sub>30</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 595.20. Anal. Calc'd for C<sub>30</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S·C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>·0.5H<sub>2</sub>O: C, 57.78; H, 5.91; N, 10.53; Cl, 5.33. Found C, 58.01; H, 5.63; N, 10.83; Cl, 5.49.

### Example 2



*N*-[(1*R*)-1-[(3,4-Dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-(3*S*)-(3-1,2,3,4-tetrahydroisoquinolyl)-carboxamide  
Step 1

*N*-[(1*R*)-1-[(3,4-Dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](tert-butoxy)carboxamide was prepared according to the procedure for Preparation XIX using (methylsulfonyl)(2-piperazinylphenyl)amine hydrochloride (800 mg, 2.8 mmol), *N*-Boc-D-3,4-dichlorophenylalanine (930 mg, 2.80 mmol) (Peptech), DIEA (480 µl, 2.80 mmol), EDC (1.66 g, 5.60 mmol), HOAT (400 mg, 3.0 mmol) and DMF (10 mL). The crude product was purified by flash chromatography (SiO<sub>2</sub>, 1:1 hexane:EtOAc) and concentrated *in vacuo* to afford the desired compound (1.0 g). MS (ESI, pos. ion) *m/z*: 571

- 119 -

(M+H), (ESI, neg. ion)  $m/z$ : 569 (M-H). Calc'd for  $C_{25}H_{32}Cl_2N_4O_5S$ : 570.15.

**Step 2**

5 (2R)-2-Amino-3-(3,4-dichlorophenyl)-1-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one was  
prepared according to the procedure for Preparation XVI  
using N-[(1R)-1-[(3,4-dichlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](tert-  
10 butoxy)carboxamide (Step 1) (1.0 g, 1.8 mmol) and satd HCL  
in EtOAc. The resulting crude material was diluted with  
EtOAc and washed with satd  $NaHCO_3$  soln. The organic layer  
was separated, dried over  $Na_2SO_4$ , filtered and concentrated  
in vacuo (700 mg). MS (ESI, pos. ion)  $m/z$ : 471 (M+H), (ESI,  
15 neg. ion)  $m/z$ : 469 (M-H). Calc'd for  $C_{20}H_{24}Cl_2N_4O_3S$ : 470.09.  
Anal. Calc'd for  $C_{20}H_{24}Cl_2N_4O_3S$ : C, 50.96; H, 5.13; N, 11.88;  
Cl, 15.04. Found C, 50.66; H, 5.14; N, 11.51; Cl, 15.11.

**Step 3**

20 tert-Butyl 3-{N-[(1R)-1-[(3,4-dichlorophenyl)methyl]-2-(4-  
{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl}carbamoyl}(3S)-1,2,3,4-tetrahydroisoquinoline-2-  
carboxylate was prepared from (2R)-2-amino-3-(3,4-  
dichlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}-  
25 piperazinyl)propan-1-one (Step 2) (350 mg, 0.750 mmol)  
according to the procedure for Preparation XIX using Boc-L-  
Tic-OH (220 mg, 0.78 mmol), 1-(3-dimethylaminopropyl)-3-  
ethylcarbodiimide methiodide (450 mg, 1.5 mmol), HOAT (100  
mg, 0.764mmol), and DMF (5 mL) (590 mg crude). MS (ESI, pos.  
30 ion)  $m/z$ : 730 (M+H), (ESI, neg. ion)  $m/z$ : 728 (M-H). Calc'd  
for  $C_{35}H_{41}Cl_2N_5O_6S$ : 729.22.

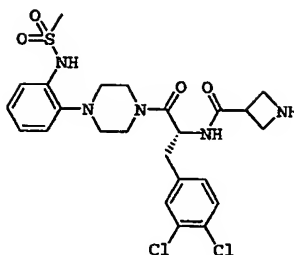
- 120 -

**Step 4**

*N*-[(1*R*)-1-[(3,4-Dichlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide  
5 was prepared from *tert*-butyl 3-{*N*-[(1*R*)-1-[(3,4-  
dichlorophenyl) methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl} piperazinyl)-2-  
oxoethyl}carbamoyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-  
carboxylate (Step 3) (590 mg, 0.80 mmol) according to the  
10 procedure for Preparation XVI. The resulting crude material  
was diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln.  
The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered  
and concentrated *in vacuo*. The material was purified by  
preparative HPLC to give the title compound (477 mg) as the  
15 TFA salt. MS (ESI, pos. ion) *m/z*: 630 (M+H), (ESI, neg.  
ion) *m/z*: 628 (M-H). Calc'd for C<sub>30</sub>H<sub>33</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>4</sub>S: 629.16.  
Anal. Calcd for C<sub>30</sub>H<sub>33</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>4</sub>S-1.5C<sub>2</sub>HF<sub>3</sub>O<sub>2</sub>-0.5H<sub>2</sub>O: C, 48.89; H,  
4.41; N, 8.64; Cl, 8.75. Found C, 49.33; H, 4.47; N, 8.94;  
Cl, 8.61.

20

- 121 -

**Example 3**

5

***N*-[*(1R)*-1-[(3,4-Dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]azetidin-3-ylcarboxamide**

**Step 1**

10 *tert*-Butyl 3-{*N*-[*(1R)*-1-[(3,4-dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}azetidinecarboxylate was prepared from (2*R*)-2-amino-3-(3,4-dichlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}-piperazinyl)propan-1-one  
 15 (Example 2, Step 2) (320 mg, 0.67 mmol), according to the procedure for Preparation XIX using Boc-azetidine-3-carboxylic acid (140 mg, 0.71 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (400 mg, 1.3 mmol), HOAT (96 mg, 0.71 mmol), and DMF (5 mL) (448 mg  
 20 crude). MS (ESI, pos. ion) *m/z*: 654 (*M*+*H*), (ESI, neg. ion) *m/z*: 652 (*M*-*H*). Calc'd for C<sub>29</sub>H<sub>37</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>6</sub>S: 653.18.

**Step 2**

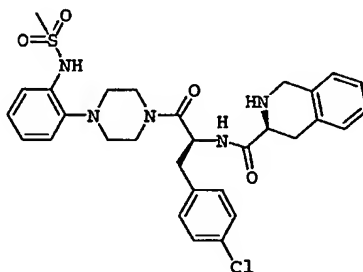
*N*-[*(1R)*-1-[(3,4-Dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]azetidin-3-ylcarboxamide was prepared from *tert*-butyl 3-{*N*-[*(1R)*-1-[(3,4-dichlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}azetidinecarboxylate (440 mg, 0.67 mmol)

- 122 -

according to the procedure for Preparation XVI. The resulting crude material was diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo*.

- 5 Purification by preparative HPLC (TFA buffer) gave the title compound as the TFA salt (10 mg). MS (ESI, pos. ion) *m/z*: 554 (M+H), (ESI, neg. ion) *m/z*: 552 (M-H). Calc'd for C<sub>24</sub>H<sub>29</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>4</sub>S: 553.13.

10

**Example 4**

15

((3*S*)(3-1,2,3,4-Tetrahydroisoquinolyl))-*N*-[(1*S*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carboxamide

**Step 1**

- 20 *N*-[(1*S*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](*tert*-butoxy)carboxamide was prepared according to the procedure for Preparation XIX using (methylsulfonyl)(2-piperazinylphenyl)amine hydrochloride (913 mg, 3.13 mmol),
- 25 *N*-Boc-4-chloro-L-phenylalanine (960 mg, 3.2 mmol) (Bachem), DIEA (550  $\mu$ l, 3.16 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (1.9 g, 6.5 mmol), HOAT (440 mg, 3.2 mmol) and DMF (30 mL). The crude was purified by flash chromatography (SiO<sub>2</sub>, 1:1 hexane:EtOAc) to afford the

- 123 -

desired compound (1.1 g). MS (ESI, pos. ion)  $m/z$ : 537 (M+H), (ESI, neg. ion)  $m/z$ : 535 (M-H). Calc'd for  $C_{25}H_{33}ClN_4O_5S$ : 536.19.

## 5 Step 2

(2*S*)-2-Amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one (1.1 g, 2.1 mmol) was prepared from the material of Step 1, according to the procedure for Preparation XVI. The resulting crude material was diluted with EtOAc and washed with satd  $NaHCO_3$  soln. The organic layer was separated, dried over  $Na_2SO_4$ , filtered, and concentrated *in vacuo* to afford the desired compound (823 mg). MS (ESI, pos. ion)  $m/z$ : 437 (M+H), (ESI, neg. ion)  $m/z$ : 435 (M-H). Calc'd for  $C_{20}H_{25}ClN_4O_3S$ : 436.13. Anal. Calcd for  $C_{20}H_{25}ClN_4O_3S$ : C, 54.98; H, 5.77; N, 12.82; Cl, 8.11. Found C, 55.05; H, 5.82; N, 12.68.

## Step 3

tert-Butyl (3*S*)-3-{*N*-[(1*S*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from (2*S*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one (Step 2) (380 mg, 0.87 mmol), according to the procedure for Preparation XIX using Boc-L-Tic-OH (250 mg, 0.91 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (540 mg, 1.8 mmol), HOAT (140 mg, 1.0 mmol), and DMF (25 mL). Crude material was obtained in a quantitative yield and used without further purification. MS (ESI, pos. ion)  $m/z$ : 696 (M+H), (ESI, neg. ion)  $m/z$ : 694 (M-H). Calc'd for  $C_{35}H_{42}ClN_5O_6S$ : 695.25.



- 124 -

**Step 4**

((3*S*) (3-1,2,3,4-Tetrahydroisoquinolyl))-*N*-[(1*S*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl})piperazinyl)-2-

- 5 oxoethyl]carboxamide (600 mg, 0.86 mmol) was prepared from the compound of Step 3 according to the procedure for Preparation XVI. The resulting crude material was diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, and
- 10 concentrated *in vacuo*. The resulting crude was purified by preparative HPLC (AcOH buffer) to afford the title compound (240 mg) as the acetate salt. MS (ESI, pos. ion) *m/z*: 596 (M+H), (ESI, neg. ion) *m/z*: 594 (M-H). Calc'd for C<sub>30</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 595.20 Anal. Calcd for C<sub>30</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S-C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>-H<sub>2</sub>O:
- 15 C, 57.01; H, 5.98; N, 10.39; Cl, 5.26. Found C, 57.69; H, 5.82; N, 10.54; Cl, 5.20.

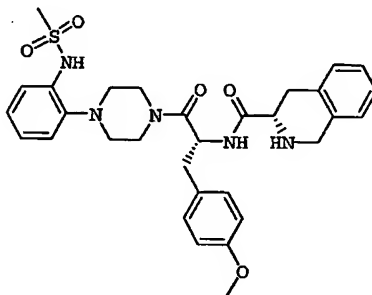
**Examples 5-7****General Procedure:**

- 20 (a) To 25 mL peptide vessels were added PS-carbodiimide resin (Argonaut Technologies) (1 mmol/g) (800 mg, 0.8 mmol), an Fmoc-protected amino acid (0.4 mmol) and (methylsulfonyl) (2-piperazinylphenyl)amine hydrochloride (0.2 mmol) previously free based. The vessels were
- 25 shaken for 48 h, and PS-isocyanate resin (Argonaut Technologies) was added to each vessel (1.76 mmol/g) (500 mg, 0.9 mmol). After shaking for 48 h, the mixture was filtered into scintillation vials containing DMAP (50 mg, 0.5 mmol) and piperidine-4-carboxylic acid polyamine
- 30 resin HL (Nova Biochem) (0.7 mmol/g) (1 g, 0.7 mmol) and shaken for another 48 h. These reaction mixtures were filtered into 10 mL scintillation vials containing PS-carbodiimide resin (Argonaut Technologies) (1 mmol/g) (800 mg, 0.8 mmol) and Boc-L-Tic-OH (100 mg, 0.36 mmol).

- 125 -

(b) These vials were shaken for 48 h. To each vial was added PS-isocyanate resin (Argonaut Technologies) (1.76 mmol/g) (1 g, 1.76 mmol) and shaking continued for 48 h. The solutions were filtered, concentrated *in vacuo*, and treated with 30% TFA in CH<sub>2</sub>Cl<sub>2</sub> for 1.5 h. The solvent was eliminated *in vacuo*, and the resulting crude products were purified by preparative HPLC to yield the TFA salts of the products.

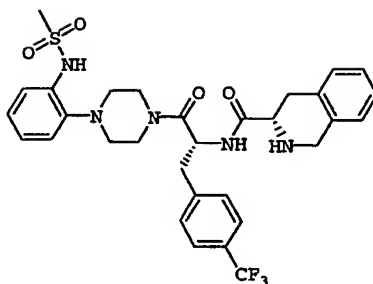
### Example 5



*N*-[(1*R*)-1-[(4-Methoxyphenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-carboxamide

MS (ESI, pos. ion) *m/z*: 592 (M+H), (ESI, neg. ion) *m/z*: 590 (M-H). Calc'd for C<sub>31</sub>H<sub>37</sub>N<sub>5</sub>O<sub>5</sub>S: 591.25.

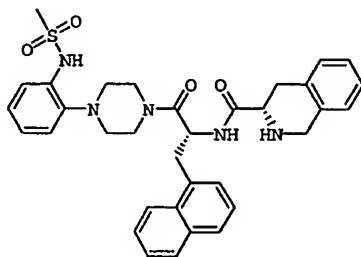
- 126 -

**Example 6**

5

***N*-[(1*R*)-2-(4-{2-[(Methylsulfonyl)amino]phenyl}piperazinyl)-2-oxo-1-{[4-(trifluoromethyl)phenyl]methyl}ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10 MS (ESI, pos. ion) *m/z*: 630 (M+H), (ESI, neg. ion) *m/z*: 628 (M-H). Calc'd for C<sub>31</sub>H<sub>34</sub>F<sub>3</sub>N<sub>5</sub>O<sub>4</sub>S: 629.23.

**Example 7**

15

***N*-[(1*R*)-2-(4-{2-[(Methylsulfonyl)amino]phenyl}piperazinyl)-1-(naphthylmethyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

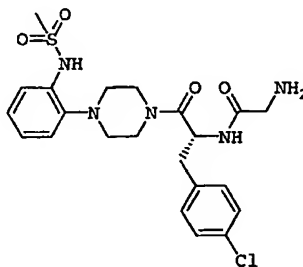
20

MS (ESI, pos. ion) *m/z*: 612 (M+H), (ESI, neg. ion) *m/z*: 610 (M-H). Calc'd for C<sub>34</sub>H<sub>37</sub>N<sub>5</sub>O<sub>4</sub>S: 611.26.

- 127 -

**Examples 8-16**

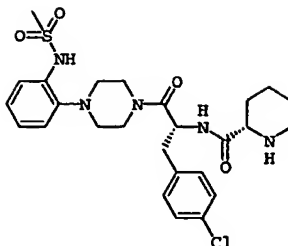
**General Procedure:** To 10 mL scintillation vials were added PS-carbodiimide resin (Argonaut Technologies) (1 mmol/g) (400 mg, 0.4 mmol) and the appropriate Boc protected amino acid (0.2 mmol). DMF (5 mL) was added followed by a stock solution of (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methanesulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.1 mmol) (previously free-based) in DMF. The vials were shaken over night. The reactions were filtered and the resins were washed with a 2:1 mixture of CH<sub>2</sub>Cl<sub>2</sub>:DMF (2x2 mL). The solutions were concentrated *in vacuo* and the Boc groups were removed by dissolving the crude product in CH<sub>2</sub>Cl<sub>2</sub> (1 mL) and adding TFA (1 mL). The vials were shaken for 2 h and the solvent was removed *in vacuo*. Each compound was purified by preparative HPLC (TFA buffer) to yield the TFA salt of the desired product.

**Example 8**

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methanesulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-aminoacetamide**

MS (ESI, pos. ion) *m/z*: 494 (M+H), (ESI, neg. ion) *m/z*: 492 (M-H). Calc'd for C<sub>22</sub>H<sub>28</sub>ClN<sub>5</sub>O<sub>4</sub>S: 493.16.

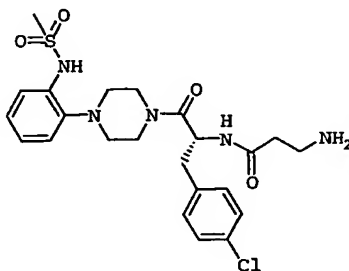
- 128 -

**Example 9**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-(2*S*)-(2-piperidyl)carboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 548 (M+H), (ESI, neg. ion)  $m/z$ : 546 (M-H). Calc'd for  $C_{26}H_{34}ClN_5O_4S$ : 547.20.

**Example 10**

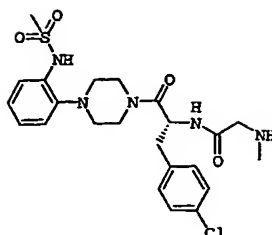
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-aminopropanamide**

20

MS (ESI, pos. ion)  $m/z$ : 508 (M+H), (ESI, neg. ion)  $m/z$ : 506 (M-H). Calc'd for  $C_{23}H_{30}ClN_5O_4S$ : 507.17.

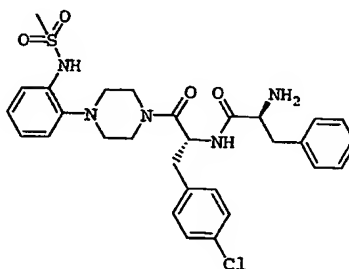
- 129 -

**Example 11**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-(methylamino)acetamide**

10 MS (ESI, pos. ion) *m/z*: 508 (M+H), (ESI, neg. ion) *m/z*: 506 (M-H). Calc'd for C<sub>23</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S: 507.17.

**Example 12**

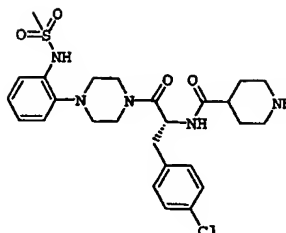
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-amino-3-phenylpropanamide**

20

MS (ESI, pos. ion) *m/z*: 584 (M+H), (ESI, neg. ion) *m/z*: 582 (M-H). Calc'd for C<sub>29</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 583.20.

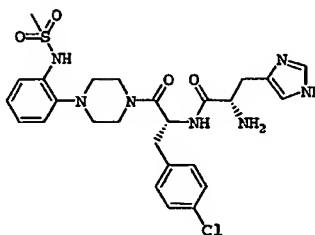
- 130 -

**Example 13**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-piperidylcarboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 548 (M+H), (ESI, neg. ion)  $m/z$ : 546 (M-H). Calc'd for  $C_{26}H_{34}ClN_5O_4S$ : 547.20.

**Example 14**

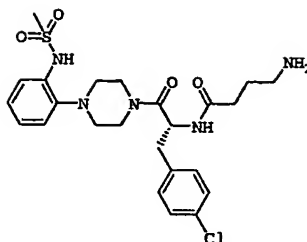
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-(2*S*)-2-amino-3-imidazol-4-ylpropanamide**

20

MS (ESI, pos. ion)  $m/z$ : 574 (M+H), (ESI, neg. ion)  $m/z$ : 572 (M-H). Calc'd for  $C_{26}H_{32}ClN_7O_4S$ : 573.19.

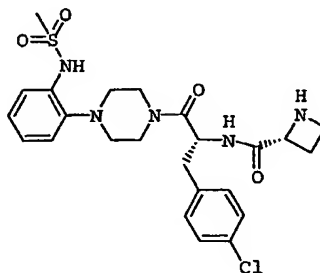
- 131 -

**Example 15**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-aminobutanamide**

10 MS (ESI, pos. ion) *m/z*: 522 (*M*+*H*), (ESI, neg. ion) *m/z*: 520 (*M*-*H*). Calc'd for C<sub>24</sub>H<sub>32</sub>ClN<sub>5</sub>O<sub>4</sub>S: 521.19.

**Example 16**

15

**((2*R*)Azetidin-2-yl)-*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carboxamide**

20

MS (ESI, pos. ion) *m/z*: 520 (*M*+*H*), (ESI, neg. ion) *m/z*: 518 (*M*-*H*). Calc'd for C<sub>24</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S: 519.17.

25



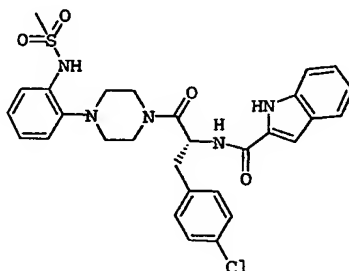
- 132 -

**Examples 17-18**

**General Procedure:** To 10 mL scintillation vials were added tetrafluorophenol resin (TFP) (IRORI Inc.) (0.96 mmol/g)  
 5 (125 mg, 0.12 mmol) loaded with the appropriate acid and  
 (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-  
 [(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA  
 salt (0.1 mmol, previously free based) in DMF (2 mL). After  
 shaking at RT for 16 h, the reactions were filtered and the  
 10 resin was washed with 2:1 CH<sub>2</sub>Cl<sub>2</sub>:DMF (2 x 2 mL). The  
 solutions were concentrated *in vacuo* and each compound was  
 purified by preparative HPLC (TFA buffer).

**Example 17**

15



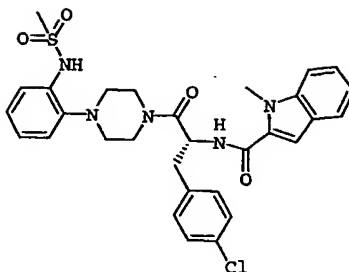
20

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
 [(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]indol-  
 2-ylcarboxamide**

MS (ESI, pos. ion) *m/z*: 580 (M+H), (ESI, neg. ion) *m/z*: 578  
 (M-H). Calc'd for C<sub>29</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S: 579.17.

- 133 -

## Example 18



5

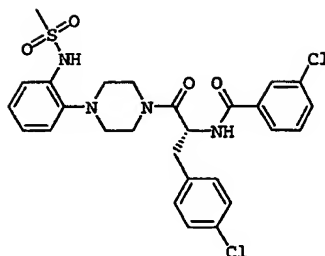
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-methylindol-2-yl)carboxamide**

10 MS (ESI, pos. ion) *m/z*: 594 (M+H), (ESI, neg. ion) *m/z*: 592 (M-H). Calc'd for C<sub>30</sub>H<sub>32</sub>ClN<sub>5</sub>O<sub>4</sub>S: 593.19.

## Examples 19-32

15 **General procedure:** To 10 mL scintillation vials were added PS-carbodiimide resin (Argonaut Technologies) (1 mmol/g) (400 mg, 0.4 mmol) and the appropriate acid (0.2 mmol) in DMF (2 mL). After shaking at RT for 0.5 h, a solution of (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.1 mmol, previously free-based) dissolved in 1:1 CH<sub>2</sub>Cl<sub>2</sub>:DMF was added to each vial, and the vials were shaken for 48 h. PS-isocyanate resin (Argonaut Technologies) (1.76 mmol/g) (500 mg, 0.9 mmol) was added to each reaction vial, and shaking was continued for 48 h. The reactions were filtered and concentrated *in vacuo*. The crude products were purified by preparative HPLC (TFA buffer).

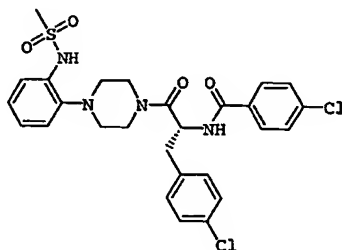
- 134 -

**Example 19**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](3-chlorophenyl)carboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 575 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 573 ( $M-H$ ). Calc'd for  $C_{27}H_{28}Cl_2N_4O_4S$ : 574.12.

**Example 20**

15

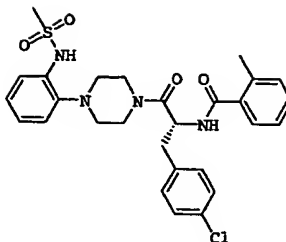
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](4-chlorophenyl)carboxamide**

20

MS (ESI, pos. ion)  $m/z$ : 575 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 573 ( $M-H$ ). Calc'd for  $C_{27}H_{28}Cl_2N_4O_4S$ : 574.12.

- 135 -

## Example 21

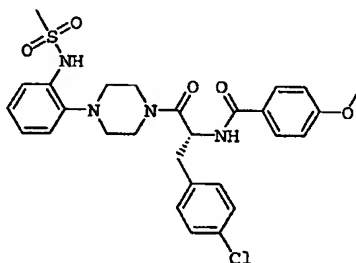


5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-methylphenyl)carboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 555 (M+H), (ESI, neg. ion)  $m/z$ : 553 (M-H). Calc'd for  $C_{28}H_{31}ClN_4O_4S$ : 554.18.

## Example 22



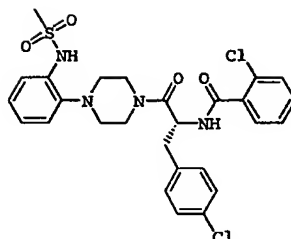
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](4-methoxyphenyl)carboxamide**

20

MS (ESI, pos. ion)  $m/z$ : 571 (M+H), (ESI, neg. ion)  $m/z$ : 569 (M-H). Calc'd for  $C_{28}H_{31}ClN_4O_5S$ : 570.17.

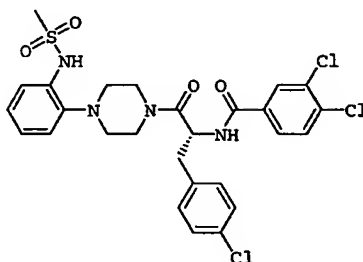
- 136 -

**Example 23**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-chlorophenyl)carboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 575 (M+H), (ESI, neg. ion)  $m/z$ : 573 (M-H). Calc'd for  $C_{27}H_{28}Cl_2N_4O_4S$ : 574.12.

**Example 24**

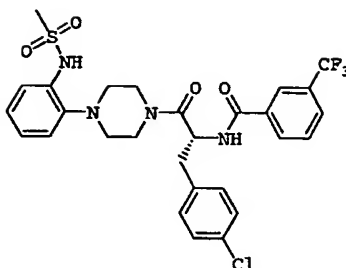
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](3,4-dichlorophenyl)carboxamide**

20

MS (ESI, pos. ion)  $m/z$ : 609 (M+H), (ESI, neg. ion)  $m/z$ : 607 (M-H). Calc'd for  $C_{27}H_{27}Cl_3N_4O_4S$ : 608.08.

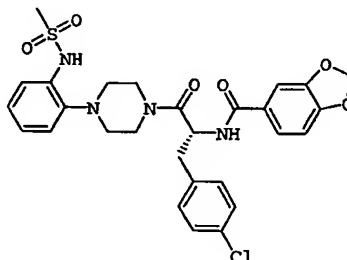
- 137 -

**Example 25**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl][3-(trifluoromethyl)phenyl]carboxamide**

10 MS (ESI, pos. ion) *m/z*: 609 (M+H), (ESI, neg. ion) *m/z*: 607 (M-H). Calc'd for C<sub>28</sub>H<sub>28</sub>ClF<sub>3</sub>N<sub>4</sub>O<sub>4</sub>S: 608.15.

**Example 26**

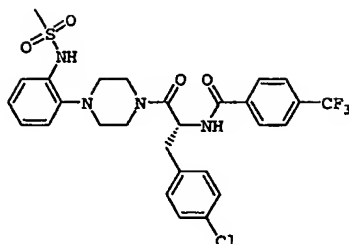
15

**2*H*-Benzo[d][1,3-dioxolan-5-yl]-*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carboxamide**

20

MS (ESI, pos. ion) *m/z*: 585 (M+H), (ESI, neg. ion) *m/z*: 583 (M-H). Calc'd for C<sub>28</sub>H<sub>29</sub>ClN<sub>4</sub>O<sub>6</sub>S: 584.15.

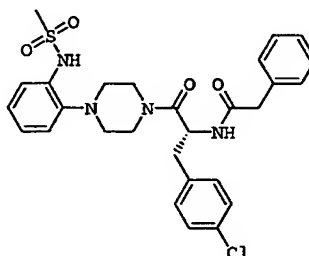
- 138 -

**Example 27**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-(trifluoromethyl)phenyl]carboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 609 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 607 ( $M-H$ ). Calc'd for  $C_{28}H_{28}ClF_3N_4O_4S$ : 608.15.

**Example 28**

15

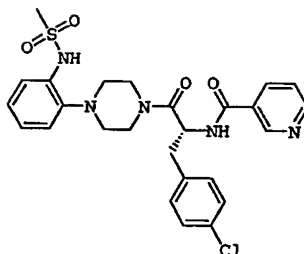
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-phenylacetamide**

20

MS (ESI, pos. ion)  $m/z$ : 555 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 553 ( $M-H$ ). Calc'd for  $C_{28}H_{31}ClN_4O_4S$ : 554.15. Anal. Calcd for  $C_{28}H_{31}ClN_4O_4S \cdot 1.5 H_2O$ : C, 57.77; H, 5.89; N, 9.62. Found: C, 58.11; H, 6.18; N, 9.59.

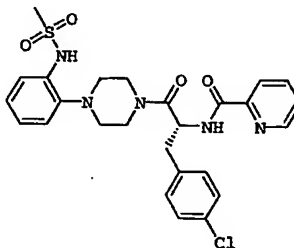
25

- 139 -

**Example 29**

5 ***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-  
pyridylcarboxamide**

MS (ESI, pos. ion) *m/z*: 542 (*M*+*H*), (ESI, neg. ion) *m/z*: 540  
10 (*M*-*H*). Calc'd for C<sub>26</sub>H<sub>28</sub>ClN<sub>5</sub>O<sub>4</sub>S: 541.16.

**Example 30**

15

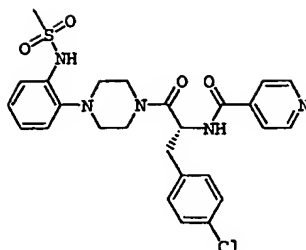
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-  
pyridylcarboxamide**

20 MS (ESI, pos. ion) *m/z*: 542 (*M*+*H*), (ESI, neg. ion) *m/z*: 540  
(*M*-*H*). Calc'd for C<sub>26</sub>H<sub>28</sub>ClN<sub>5</sub>O<sub>4</sub>S: 541.16.



- 140 -

## Example 31

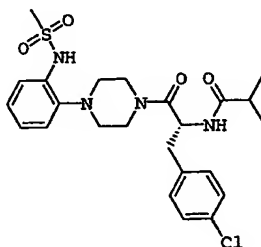


5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-pyridylcarboxamide**

10 MS (ESI, pos. ion)  $m/z$ : 542 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 540 ( $M-H$ ). Calc'd for  $C_{26}H_{28}ClN_5O_4S$ : 541.16.

## Example 32



15

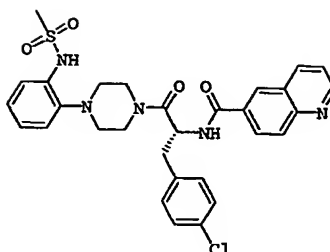
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-methylpropanamide**

20

MS (ESI, pos. ion)  $m/z$ : 507 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 505 ( $M-H$ ). Calc'd for  $C_{24}H_{31}ClN_4O_4S$ : 506.18.

- 141 -

## Example 33



5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-6-quinolylcarboxamide**

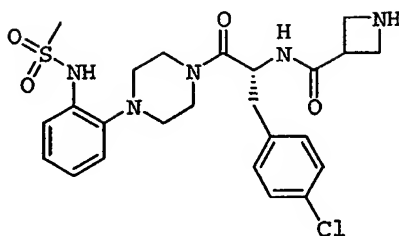
10 (2*R*)-2-Amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl) amino]phenyl} piperazinyl)propan-1-one, TFA salt (850 mg, 1.6 mmol) was diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in

15 *vacuo*. This material was used to prepare the title compound according to the procedure for Preparation XIX using quinoline-6-carboxylic acid (240 mg, 1.40 mmol) (Acros), HOAT (190 mg, 1.40 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (810 mg, 2.7 mmol) and DMF (50

20 mL). The crude material was purified by flash chromatography, (SiO<sub>2</sub>, 3% MeOH in CH<sub>2</sub>Cl<sub>2</sub>) and concentrated in *vacuo* to provide 500 mg. The purified product was dissolved in H<sub>2</sub>O with CH<sub>3</sub>CN and AcOH, then lyophilized to yield the acetate salt. MS (ESI, pos. ion) *m/z*: 592 (M+H), (ESI, neg. ion) *m/z*: 590 (M-H). Calc'd for C<sub>30</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S: 591.17. Anal. Calcd for C<sub>30</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S-0.5C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>-0.5H<sub>2</sub>O: C, 58.99; H, 5.27; N, 11.10; Cl, 5.62. Found C, 59.32; H, 5.23; N, 11.25; Cl, 5.89.

30

- 142 -

**Example 34**

5                    ***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]azetidin-3-ylcarboxamide**

**Step 1**

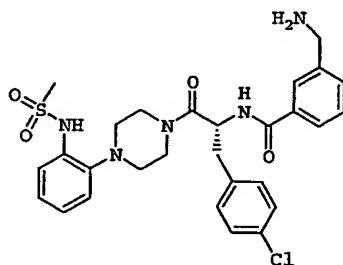
10    Following the procedure of Preparation V, *tert*-butyl 3-{*N*-  
[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-  
carbamoyl}azetidinedicarboxylate was prepared from (2*R*)-2-  
amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)-  
15    amino]phenyl}piperazinyl)propan-1-one TFA salt (200 mg, 0.36  
mmol) in DMF (1 mL), DIEA (Aldrich) (0.18 mL, 1.05 mmol),  
Boc-azetidine-3-carboxylic acid (PepTech Corp.) (73 mg, 0.36  
mmol), HOAT (Aldrich) (41 mg, 0.30 mmol), and EDC (Sigma)  
(86 mg, 0.45 mmol). The crude was purified by flash column  
20    chromatography (silica gel, 1:1 EtOAc-hexane) to give the  
protected compound as an off-white solid (88 mg). MS (ESI,  
pos. ion) *m/z*: 620 (M+H); (ESI, neg. ion) *m/z*: 618 (M-H).  
Calc'd for C<sub>29</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>6</sub>S: 619.22.

**Step 2**

25    Following the procedure of Preparation VI, *N*-[(1*R*)-1-[(4-  
chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)-  
amino]phenyl}piperazinyl)-2-oxoethyl]azetidin-3-  
ylcarboxamide was prepared from *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-  
30    chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)-

- 143 -

amino]phenyl)piperazinyl)-2-oxoethyl]carbamoyl)-  
 azetidinedicarboxylate (Step 1) (88 mg, 0.14 mmol) and 1 mL of  
 1:1 TFA-CH<sub>2</sub>Cl<sub>2</sub>. The crude product was purified by  
 preparative HPLC (TFA buffer) to afford the title compound  
 5 (TFA salt) as a white solid (44 mg). MS (ESI, pos. ion) *m/z*:  
 520 (M+H). Calc'd for C<sub>24</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>S: 519.17.

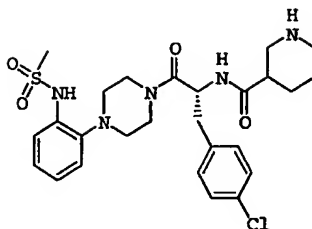
**Example 35**

*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
 [(methylsulfonyl)amino]phenyl)piperazinyl)-2-oxoethyl] [3-  
 (aminomethyl)phenyl]carboxamide

15 The title compound was prepared according to the  
 procedure described in Example 34 by using 3-Boc-  
 aminomethyl-benzoic acid (Chem-Impex International Inc.) (91  
 mg, 0.36 mmol). The title compound, TFA salt, was isolated  
 20 as a white solid (133 mg). MS (ESI, pos. ion) *m/z*: 570  
 (M+H); (ESI, neg. ion) *m/z*: 568 (M-H). Calc'd for  
 C<sub>28</sub>H<sub>32</sub>ClN<sub>5</sub>O<sub>4</sub>S: 569.19.

- 144 -

## Example 36

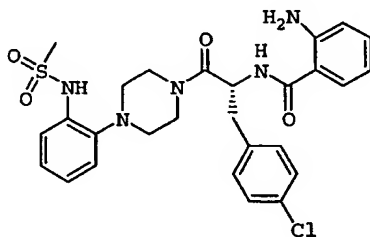


5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-piperidylcarboxamide**

10        The title compound was prepared according to the procedure described in Example 34 by using piperidine-1,3-dicarboxylic acid 1-tert-butyl ester (Aldrich) (82 mg, 0.36 mmol). The title compound as the TFA salt, was isolated as a white solid (83 mg) containing two diastereomers. MS (ESI, pos. ion) *m/z*: 548 (M+H); (ESI, neg. ion) *m/z*: 546 (M-H).  
15        Calc'd for C<sub>26</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 547.20.

## Example 37



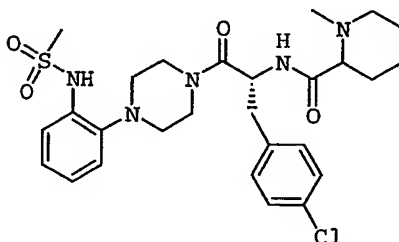
20

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-aminophenyl)carboxamide**

25

- 145 -

The title compound was prepared according to the procedure described in Example 34 by using 2-*tert*-butoxycarbonylaminobenzoic acid (Advanced ChemTech) (85 mg, 0.36 mmol). The title compound, as the TFA salt, was isolated as a white solid (36 mg). MS (ESI, pos. ion)  $m/z$ : 556 (M+H); (ESI, neg. ion)  $m/z$ : 554 (M-H). Calc'd for  $C_{27}H_{30}ClN_5O_4S$ : 555.17.

**Example 38**

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-methyl(2-piperidyl))carboxamide**

**Step 1**

*tert*-Butyl 2-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}piperidinecarboxylate was prepared according to the procedure described in Preparation V by using piperidine-1,2-dicarboxylic acid 1-*tert*-butyl ester (Aldrich) (82 mg, 0.36 mmol) and (2*R*)-2-Amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one. The desired compound was isolated as a white solid (106 mg). MS (ESI, pos. ion)  $m/z$ : 648 (M+H); (ESI, neg. ion)  $m/z$ : 646 (M-H). Calc'd for  $C_{31}H_{42}ClN_5O_6S$ : 647.25.

- 146 -

**Step 2**

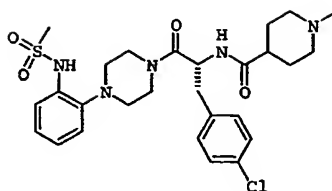
*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-piperidylcarboxamide, trifluoroacetate was prepared according to the procedure described in Preparation VI by using *tert*-butyl 2-{*N*-[(1*R*)-1-[(4-chlorophenyl) methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl]carbamoyl}piperidinecarboxylate (Step 1). The crude material was used directly in the next step without further purification. MS (ESI, pos. ion) *m/z*: 548 (M+H); (ESI, neg. ion) *m/z*: 546 (M-H). Calc'd for C<sub>26</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 547.20.

**Step 3**

To a round-bottomed flask equipped with magnetic stirring was added *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-piperidylcarboxamide, trifluoroacetate (Step 2) (0.16 mmol), ClCH<sub>2</sub>CH<sub>2</sub>Cl (1 mL) and DIEA (Aldrich) (0.06 mL, 0.32 mmol). Formaldehyde (Aldrich, 37% aqueous soln) (0.03 mL, 0.33 mmol) was added to the reaction mixture, followed by NaBH(OAc)<sub>3</sub> (Aldrich Chemical Company) (52 mg, 0.25 mmol), and the reaction mixture was stirred at RT 18 h. The mixture was diluted with CH<sub>2</sub>Cl<sub>2</sub>, and the organic solution was washed with satd NaHCO<sub>3</sub> and brine. The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. The crude product was purified by flash column chromatography (silica gel, 5:95 MeOH-CH<sub>2</sub>Cl<sub>2</sub>) to give *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-(1-methyl(2-piperidyl))carboxamide as a white solid, (71 mg) (two diastereomers). MS (ESI, pos. ion) *m/z*: 562 (M+H); (ESI, neg. ion) *m/z*: 560 (M-H). Calc'd for C<sub>27</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S: 561.22.

35

- 147 -

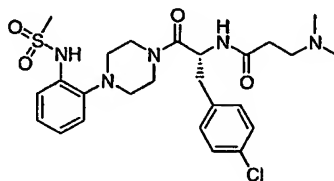
**Example 39**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-methyl(4-piperidyl)carboxamide**

10 The title compound was prepared according to the procedure of Example 38 by using piperidine-1,4-dicarboxylic acid mono-*tert*-butyl ester (Aldrich) (82 mg, 0.36 mmol). The title compound was isolated as a white solid (63 mg). MS (ESI, pos. ion) *m/z*: 562 (M+H); (ESI, neg. ion) *m/z*: 560 (M-H). Calc'd for C<sub>27</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S: 561.22.

15

**Example 40**

20

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-(dimethylamino)propanamide**

25 The title compound was prepared according to the procedure of Example 40 by using 3-*tert*-butoxycarbonyl-aminopropionic acid (Novabiochem). The title compound was isolated as a white solid. MS (ESI, pos. ion) *m/z*: 536

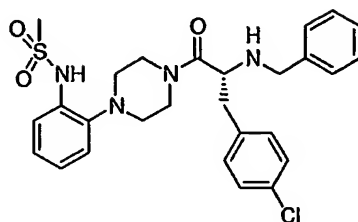


- 148 -

(M+H); (ESI, neg. ion)  $m/z$ : 534 (M-H). Calc'd for  $C_{25}H_{34}ClN_5O_4S$ : 535.20.

**Example 41**

5



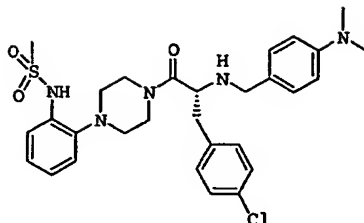
(2R)-3-(4-Chlorophenyl)-1-(4-{2-  
[(methanesulfonyl)amino]phenyl}piperazinyl)-2-  
[benzylamino]propan-1-one

10

Following the procedure of Example 38, Step 3, (2R)-3-(4-chlorophenyl)-1-(4-{2-[(methanesulfonyl)amino]phenyl}piperazinyl)-2-[benzylamino]propan-1-one, hydrochloride was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methanesulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.6 g, 1.1 mmol) in  $ClCH_2Cl_2$  (10 mL), benzaldehyde (Aldrich) (0.14 mL, 1.4 mmol) and  $NaBH(OAc)_3$  (Aldrich) (340 mg, 1.9 mmol). The desired compound was purified by preparative TLC (60% Hexane, 38%  $CH_2Cl_2$ , and 2% 2N  $NH_3$  in MeOH), and treated with a soln of EtOAc satd with HCl. A precipitate formed (HCl salt), was filtered and dried in vacuo to afford the desired product as a white solid (130 mg). MS (ESI, pos. ion)  $m/z$ : 527 (M+H); MS (ESI, neg. ion)  $m/z$ : 525 (M-H). Calc'd for  $C_{27}H_{31}ClN_4O_3S$ : 526.18. Anal. Calcd for  $C_{27}H_{31}ClN_4O_3S \cdot 1.1 HCl \cdot 0.9 H_2O$ : C, 55.59; H, 5.86; N, 9.60; Cl, 12.76. Found: C, 55.91; H, 5.61; N, 9.33; Cl, 12.92.

25

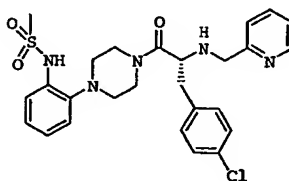
- 149 -

**Example 42**

5           (2R)-2-((4-(Dimethylamino)phenyl)methyl)amino)-3-(4-chlorophenyl)-1-(4-(2-[(methylsulfonyl)amino]-phenyl)piperazinyl)propan-1-one

Following the procedure of Example 38, Step 3, (2R)-2-  
 10    (({4-(dimethylamino)phenyl)methyl}amino)-3-(4-chlorophenyl)-1-(4-(2-[(methylsulfonyl)amino]-phenyl)piperazinyl)propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-(2-[(methylsulfonyl) amino]phenyl) piperazinyl)propan-1-one  
 TFA salt (0.6 g, 1.1 mmol) in ClCH<sub>2</sub>Cl<sub>2</sub>Cl (10 mL), 4-  
 15    dimethylamino-benzaldehyde (Aldrich) (170 mg, 1.1 mmol) and NaBH(OAc)<sub>3</sub> (Aldrich) (340 mg, 1.6 mmol). The desired compound was purified by preparative TLC (60% Hexane, 38% CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2N NH<sub>3</sub> in MeOH), and treated with a soln of EtOAc satd with HCl. The precipitate (HCl salt) which formed  
 20    was filtered and dried in vacuo to afford the desired product as a white solid (75 mg). MS (ESI, pos. ion) m/z: 570 (M+H); MS (ESI, neg. ion) m/z: 568 (M-H). Calc'd for C<sub>29</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>3</sub>S: 569.22.

25

**Example 43**

- 150 -

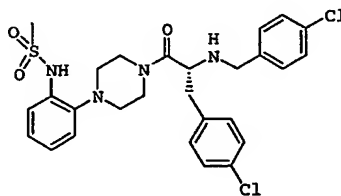
(2R)-3-(4-Chlorophenyl)-1-(4-{2-  
 [(methylsulfonyl)amino]phenyl}piperazinyl)-2-[(2-  
 pyridylmethyl)amino]propan-1-one

5

Following the procedure of Example 38, Step 3, (2R)-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)-amino]phenyl}piperazinyl)-2-[(2-pyridylmethyl)amino]-propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-  
 10 [(methylsulfonyl) amino]phenyl} piperazinyl)propan-1-one TFA salt (0.6 g, 1.1 mmol) in  $\text{ClCH}_2\text{Cl}_2\text{Cl}$  (10 mL), 2-pyridine carboxaldehyde (Aldrich) (0.1 mL, 1.1 mmol) and  $\text{NaBH}(\text{OAc})_3$  (Aldrich) (340 mg, 1.6 mmol). The desired compound was purified by preparative TLC (60% Hexane, 38%  $\text{CH}_2\text{Cl}_2$ , and 2%  
 15 2N  $\text{NH}_3$  in MeOH), and treated with a soln of EtOAc satd with HCl. The precipitate (HCl salt) which formed was filtered and dried in vacuo to afford the desired product as a white solid (102 mg). MS (ESI, pos. ion)  $m/z$ : 528 (M+H); MS (ESI, neg. ion)  $m/z$ : 526 (M-H). Calc'd for  $\text{C}_{26}\text{H}_{30}\text{ClN}_5\text{O}_3\text{S}$ : 527.18.  
 20 Anal. Calcd for  $\text{C}_{26}\text{H}_{30}\text{ClN}_5\text{O}_3\text{S} \cdot 1.8\text{H}_2\text{O} \cdot 2.6 \text{HCl}$ : C, 47.66; H, 5.57; N, 10.69; Cl, 19.48. Found: C, 47.59; H, 5.62; N, 10.4; Cl, 19.47.

Example 44

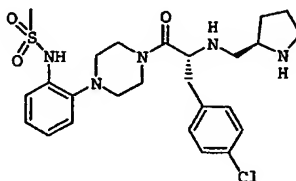
25



(2R)-3-(4-Chlorophenyl)-2-[[[4-(4-chlorophenyl)methyl]amino]-  
 1-(4-{2-[(methyl sulfonyl) amino]phenyl}piperazinyl)propan-  
 30 1-one

- 151 -

Following the procedure of Example 38, Step 3, (2R)-3-(4-chlorophenyl)-2-[[[4-chlorophenyl)methyl] amino]-1-(4-{2-[(methyl sulfonyl)amino]phenyl} piperazinyl)propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl) amino]phenyl} piperazinyl)propan-1-one TFA salt (0.6 g, 1.1 mmol) in ClCH<sub>2</sub>Cl<sub>2</sub>Cl (10 mL), 4-chlorobenzaldehyde (Aldrich) (270 mg, 1.40 mmol) and NaBH(OAc)<sub>3</sub> (Aldrich) (340 mg, 1.9 mmol). The desired compound was purified by preparative TLC (60% Hexane, 38% CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2N NH<sub>3</sub> in MeOH), and treated with a soln of EtOAc satd with HCl. A precipitate formed (HCl salt), was filtered and dried in vacuo to afford the desired product as a white solid (80 mg, 12%). MS (ESI, pos. ion) m/z: 561 (M+H); MS (ESI, neg. ion) m/z: 559 (M-H). Calc'd for C<sub>27</sub>H<sub>30</sub>Cl<sub>2</sub>N<sub>4</sub>O<sub>3</sub>S: 560.14.

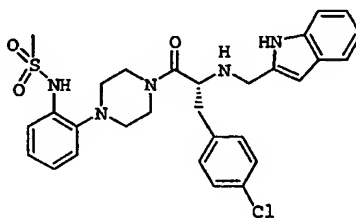
**Example 45**

(2R)-2-[[[4-(2-[(methylsulfonyl)amino]phenyl)piperazinyl]methyl]amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)propan-1-one

Following the procedure of Example 38, Step 3, (2R)-2-[[[4-(2-[(methylsulfonyl)amino]phenyl)piperazinyl]methyl]amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)propan-1-one TFA salt (0.6 g, 1.1 mmol) in ClCH<sub>2</sub>Cl<sub>2</sub>Cl (10 mL), N-Boc-L-prolinal (Aldrich) (280 mg, 1.4 mmol), and NaBH(OAc)<sub>3</sub>

- 152 -

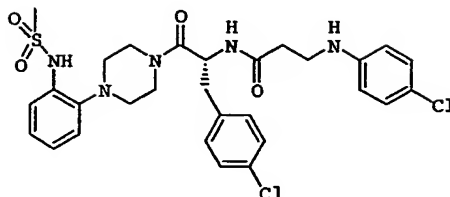
(Aldrich) (340 mg, 1.9 mmol). The desired compound (TFA salt) was purified by preparative TLC (60% Hexane, 38% CH<sub>2</sub>Cl<sub>2</sub> and 2% 2N NH<sub>3</sub> in MeOH), followed by preparative HPLC (TFA buffer) yielding a white solid (14.8 mg). MS (ESI, pos. ion) *m/z*: 520 (M+H); MS (ESI, neg. ion) *m/z*: 518 (M-H). Calc'd for C<sub>25</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>3</sub>S: 519.21.

**Example 46**

(2R)-3-(4-Chlorophenyl)-2-[(indol-2-ylmethyl)amino]-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one

Following the procedure of Example 38, Step 3, (2R)-3-(4-chlorophenyl)-2-[(indol-2-ylmethyl)amino]-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.5 g, 0.91 mmol) in ClCH<sub>2</sub>Cl<sub>2</sub>Cl (10 mL), indole-3-carboxaldehyde (Aldrich) (150 mg, 0.930 mmol) and NaBH(OAc)<sub>3</sub> (Aldrich) (280 mg, 1.30 mmol). The desired compound was purified by preparative TLC (60% hexane, 38% CH<sub>2</sub>Cl<sub>2</sub> and 2% 2N NH<sub>3</sub> in MeOH), followed by preparative HPLC (TFA buffer) to afford the TFA salt as a white solid (10.8 mg). MS (ESI, pos. ion) *m/z*: 566 (M+H); MS (ESI, neg. ion) *m/z*: 564 (M-H). Calc'd for C<sub>29</sub>H<sub>32</sub>ClN<sub>5</sub>O<sub>3</sub>S: 565.19.

- 153 -

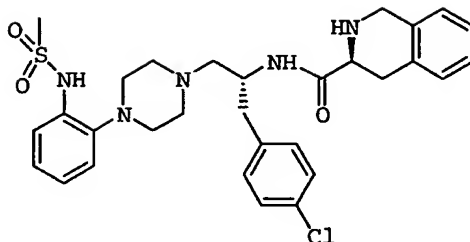
**Example 47**

5                    ***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
 [(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] -3-  
 [(4-chlorophenyl)amino] propanamide**

Following the procedure of Preparation V, *N*-[(1*R*)-1-  
 10 [(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)-  
 amino]phenyl}piperazinyl)-2-oxoethyl]-3-[(4-  
 chlorophenyl)amino]propanamide was prepared from (2*R*)-2-  
 amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)-  
 amino]phenyl}piperazinyl)propan-1-one TFA salt (200 mg, 0.36  
 15 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (3 mL), DIEA (0.12 mL, 0.66 mmol), 3-(4-  
 chloroanilino)-propionic acid (Maybridge) (66 mg, 0.33  
 mmol), HOAT (Aldrich) (53 mg, 0.39 mmol) and EDC (Aldrich)  
 (130 mg, 0.66 mmol). The desired compound was purified by  
 preparative TLC (60% hexane, 38% CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2*N* NH<sub>3</sub> in  
 20 MeOH), followed by preparative HPLC (TFA buffer) to afford  
 the desired compound (TFA salt) as a white solid (9.8 mg).  
 MS (ESI, pos. ion) *m/z*: 618 (*M*+*H*); MS (ESI, neg. ion) *m/z*:  
 616 (*M*-*H*). Calc'd for C<sub>29</sub>H<sub>33</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>4</sub>S: 617.16.

- 154 -

## Example 48



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**N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)ethyl]-(3S)-3,1,2,3,4-tetrahydroisoquinolyl)carboxamide**

10 **Step 1**

To a round-bottomed flask equipped with stirring was added (2R)-{1-(4-chlorobenzyl)-2-[4-(2-methylsulfonyl-aminophenyl)-piperazin-1-yl]-2-oxo-ethyl}-carbamic acid tert-butyl ester (3.0 g, 5.59 mmol) and THF (6 mL).  $\text{AlH}_3$  (prepared according to the method of H. C. Brown and N.M. Yoon, *J. Am. Chem. Soc.*, 1968, 90, 2927) (28 mL, 27 mmol) was added to the reaction mixture drop-wise, and the reaction mixture was stirred at RT for 2 h. The organic layer was washed with satd aqueous  $\text{NaHCO}_3$  soln, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated *in vacuo*. The residue was treated with a soln of EtOAc satd with HCl. The precipitate was filtered and dried *in vacuo* to afford (2-{4-[(2R)-2-amino-3-(4-chlorophenyl)propyl]piperazinyl}phenyl) (methylsulfonyl)-amine hydrochloride (HCl salt) as a white solid (2.8 g). MS (ESI, pos. ion)  $m/z$ : 423 (M+H); MS (ESI, neg. ion)  $m/z$ : 421 (M-H). Calc'd for  $\text{C}_{20}\text{H}_{27}\text{ClN}_4\text{O}_2\text{S}$ : 422.15.

25 **Step 2**

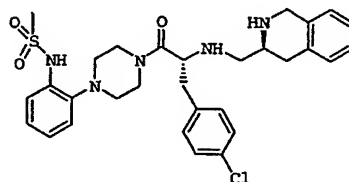
Following the procedure of Preparation V, N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)

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- 155 -

amino]phenyl)piperazinyl)ethyl]((3*S*) (3-1,2,3,4-tetrahydroisoquinolyl))carboxamide was prepared from (2-{4-[(2*R*)-2-amino-3-(4-chlorophenyl)propyl]-piperazinyl}phenyl)(methylsulfonyl)amine hydrochloride (Step 1) (600 mg, 1.3 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (3 mL), DIEA (0.30 mL, 1.5 mmol), Boc-L-Tic-OH (Bachem) (390 mg, 1.4 mmol), HOAT (Aldrich) (230 mg, 1.70 mmol), and EDC (Aldrich) (540 mg, 2.8 mmol). The desired compound was purified by preparative TLC (60% hexane, 38% CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2*N* NH<sub>3</sub> in MeOH), followed by preparative HPLC to afford the TFA salt as a white solid (35 mg). MS (ESI, pos. ion) *m/z*: 582 (M+H); MS (ESI, neg. ion) *m/z*: 580 (M-H). Calc'd for C<sub>30</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>3</sub>S: 581.22.

#### Example 49



(2*R*)-2-[[[(3*S*) (3-(1,2,3,4-Tetrahydroisoquinolyl))methyl]-amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]-phenyl}piperazinyl)propan-1-one

#### Step 1

To a round-bottomed flask equipped with stirring was added Boc-L-Tic-OH (Bachem) (1 g, 3.6 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (20 mL), followed by TEA (0.5 mL, 3.6 mmol) and *N,O*-dimethylhydroxylamine hydrochloride. The reaction mixture was cooled to 0°C, EDC (690 mg, 3.6 mmol) and HOBT (550 mg, 3.6 mmol) were added, and the reaction mixture was stirred at 0°C for 1 h then at RT for 18h. The organic layer was washed with 0.5*N* HCl, satd NaHCO<sub>3</sub>, and brine. The organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in



- 156 -

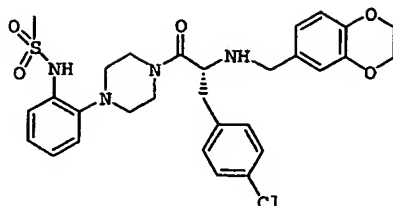
vacuo to afford a colorless oil. Into a round bottomed flask equipped with magnetic stirring, was added the oil dissolved in Et<sub>2</sub>O (15 mL), and the flask was cooled to -78 °C. LiAlH<sub>4</sub> (1M in Et<sub>2</sub>O, Aldrich) (3.2 mL, 3.2 mmol) was added, and after 30 min the reaction was warmed to RT. The organic layer was washed with 0.5N HCl, satd NaHCO<sub>3</sub>, and brine. After drying the organic layer over Na<sub>2</sub>SO<sub>4</sub>, it was filtered and concentrated in vacuo to afford (3*S*)-*N*-Boc-1,2,3,4-tetrahydroisoquinoline-3-carbaldehyde as a colorless oil (588 mg).

**Step 2**

Following the procedure of Example 38, Step 3, (2*R*)-2-([(3*S*)-(3-(1,2,3,4-tetrahydroisoquinolyl)methyl)-amino]-3-(4-chloro phenyl)-1-(4-{2-[(methylsulfonyl)-amino]phenyl}-piperazinyl)propan-1-one was prepared from (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.52 g, 0.94 mmol) in ClCH<sub>2</sub>CH<sub>2</sub>Cl (10 mL), (3*S*)-*N*-Boc-1,2,3,4-tetrahydroisoquinoline-3-carbaldehyde (310 mg, 1.2 mmol), and NaBH(OAc)<sub>3</sub> (Aldrich) (350 mg, 1.70 mmol). The desired compound was purified by preparative TLC (60% hexane, 38% CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2N NH<sub>3</sub> in MeOH), followed by preparative HPLC (TFA buffer) to afford the desired material (TFA salt) as a white solid (59 mg). MS (ESI, pos. ion) *m/z*: 582 (M+H); MS (ESI, neg. ion) *m/z*: 580 (M-H). Calc'd for C<sub>30</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>3</sub>S: 581.22.

- 157 -

## Example 50



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(2R)-2-[(2H,3H-benzo[3,4-e]1,4-dioxin-6-ylmethyl)amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}-piperazinyl)propan-1-one

10 Following the procedure of Example 38, Step 3, (2R)-2-[(2H,3H-benzo[3,4-e]1,4-dioxin-6-ylmethyl)-amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)-amino]phenyl}-piperazinyl)propan-1-one was prepared from (2R)-2-amino-3-(4-chlorophenyl)-1-(4-{2-

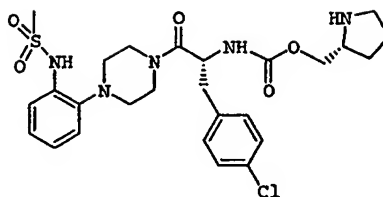
15 [(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (0.6 g, 1.1 mmol) in  $\text{ClCH}_2\text{CH}_2\text{Cl}$  (10 mL), 1,4-benzodioxan-6-carboxaldehyde (Aldrich) (184 mg, 1.12 mmol) and  $\text{NaBH}(\text{OAc})_3$  (Aldrich) (340 mg, 1.6 mmol). The desired compound was purified by preparative TLC (60% Hexane, 38%

20  $\text{CH}_2\text{Cl}_2$ , and 2% 2N  $\text{NH}_3$  in MeOH), and treated with a soln of EtOAc satd with HCl. The precipitate which formed was filtered and dried in vacuo to afford the title compound (HCl salt) as a white solid (330 mg). MS (ESI, pos. ion)  $m/z$ : 585 (M+H); MS (ESI, neg. ion)  $m/z$ : 583 (M-H). Calc'd for  $\text{C}_{29}\text{H}_{33}\text{ClN}_4\text{O}_5\text{S}$ : 584.19. Anal. Calcd for  $\text{C}_{29}\text{H}_{33}\text{ClN}_4\text{O}_5\text{S} \cdot \text{HCl}$ : C, 56.04; H, 5.51; N, 9.01; Cl, 11.41. Found: C, 55.57 (+/- 0.46); H, 5.45; N, 8.99; Cl, 11.25.

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- 158 -

## Example 51



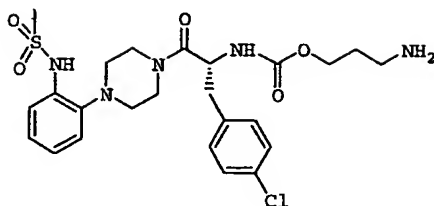
5                    *N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
                   [(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl]  
                   [((2*R*)pyrrolidin-2-yl)methoxy]carboxamide

To a round-bottomed flask equipped with stirring was  
 10 added Boc-D-prolinol (Aldrich) (46 mg, 0.23 mmol) and CH<sub>2</sub>Cl<sub>2</sub>  
 (1 mL), and the reaction flask was cooled to -23°C. A soln  
 of triphosgene (Avocado) (30 mg, 0.1 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (0.5 mL)  
 was added drop-wise followed by DIEA (0.040 mL, 0.230 mmol).  
 The reaction mixture was stirred at 0°C for 4 h, at RT for  
 15 16 h, and then at reflux for 1.5 h. The reaction mixture  
 was concentrated *in vacuo*. This was then stirred with (2*R*)-  
 2-amino-3-(4-chlorophenyl)-1-(4-{2-  
 [(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA  
 salt (200 mg, 0.36 mmol) and DIEA (0.34 mL, 2.0 mmol) in  
 20 CH<sub>2</sub>Cl<sub>2</sub> (1.5 mL) for 18 h. The organic layer was washed with  
 10% citric acid, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and  
 concentrated *in vacuo* to afford a yellow oil. The Boc  
 protecting group was removed by treating the compound with a  
 soln of 50% TFA in CH<sub>2</sub>Cl<sub>2</sub> (2 mL) for 2 h. The desired  
 25 compound was purified by preparative TLC (60% hexane, 38%  
 CH<sub>2</sub>Cl<sub>2</sub>, and 2% 2*N* NH<sub>3</sub> in MeOH), followed by preparative HPLC  
 to afford the TFA salt as a white solid (10 mg). MS (ESI,  
 pos. ion) *m/z*: 564 (M+H); MS (ESI, neg. ion) *m/z*: 562 (M-H).  
 Calc'd for C<sub>26</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>5</sub>S: 563.20.

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- 159 -

## Example 52



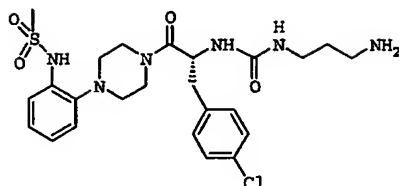
5            ***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
 10            [(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] (3-  
                  aminopropoxy)carboxamide**

Following the procedure of Example 51, *N*-[(1*R*)-1-[(4-  
 10 chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)-amino]  
 phenyl}piperazinyl)-2-oxoethyl] (3-aminopropoxy)  
 carboxamide, was prepared from *N*-(3-hydroxypropyl)-carbamic  
 acid *tert*-butyl ester (Aldrich) (40 mg, 0.230 mmol),  
 triphosgene (Avocado) (30 mg, 0.1 mmol), DIEA (0.040 mL,  
 15 0.230 mmol), (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-  
 [(methylsulfonyl) amino]phenyl} piperazinyl)propan-1-one TFA  
 salt (200 mg, 0.36 mmol), and more DIEA (0.34 mL, 2.0 mmol).  
 The Boc protecting group was removed by treating with a soln  
 of 50% TFA in CH<sub>2</sub>Cl<sub>2</sub> (2 mL) for 2 h. The crude product was  
 20 purified by preparative TLC (60% hexane, 38% CH<sub>2</sub>Cl<sub>2</sub> and 2% 2*N*  
 NH<sub>3</sub> in MeOH) and then by preparative HPLC (TFA buffer) to  
 afford the title compound (TFA salt) as a white solid (10  
 mg). MS (ESI, pos. ion) *m/z*: 538 (M+H); MS (ESI, neg. ion)  
*m/z*: 536 (M-H). Calc'd for C<sub>24</sub>H<sub>32</sub>ClN<sub>5</sub>O<sub>5</sub>S: 537.18.

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- 160 -

## Example 53



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***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl][(3-aminopropyl)amino]carboxamide**

10        Following the procedure of Example 51, *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl][(3-aminopropyl)amino]carboxamide, TFA salt was prepared from triphosgene (Avocado Chemical Company) (45 mg, 0.152 mmol),

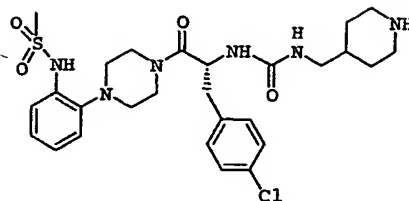
15        (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino] phenyl}piperazinyl)propan-1-one TFA salt (200 mg, 0.36 mmol), DIEA (0.32 mL, 0.916 mmol), and *tert*-butyl-*N*-(3-aminopropyl)carbamate (Aldrich Chemical Company) (96 mg, 0.55 mmol). The Boc protecting group was

20        removed by treating the compound with a soln of 50% TFA and CH<sub>2</sub>Cl<sub>2</sub> (2 mL) for 2 h. The organic solvent was removed *in vacuo* to give the desired product. Preparative TLC purification with 60% Hexane, 35% CH<sub>2</sub>Cl<sub>2</sub> and 5% 2*N* NH<sub>3</sub> in MeOH afforded 90% pure compound. This was further purified

25        by preparative HPLC (TFA buffer) to afford the title compound (TFA salt) as a white solid (10 mg). MS (ESI, pos. ion) *m/z*: 537 (M+H); MS (ESI, neg. ion) *m/z*: 535 (M-H). Calc'd for C<sub>24</sub>H<sub>33</sub>ClN<sub>6</sub>O<sub>4</sub>S: 536.20.

- 161 -

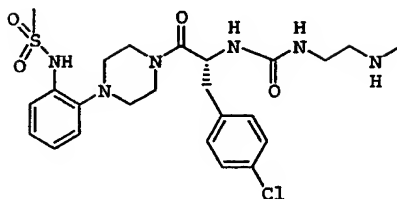
## Example 54



***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] [(4-piperidylmethyl)amino]carboxamide**

Following the procedure of Example 51, *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl) amino]phenyl} piperazinyl)-2-oxoethyl] [(4-piperidyl-methyl)amino]-carboxamide, was prepared from triphosgene (Avocado Chemical Company) (45 mg, 0.152 mmol), (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)propan-1-one TFA salt (200 mg, 0.36 mmol), DIEA (0.32 mL, 0.916 mmol), and 4-(aminomethyl)-1-BOC-piperidine (Aldrich Chemical Company) (118 mg, 0.55 mmol). The Boc protecting group was removed by treating the compound with a soln of 50% TFA and CH<sub>2</sub>Cl<sub>2</sub> (2 mL) for 2 h. The organic solvent was removed *in vacuo* to give the desired product. Preparative TLC purification with 60% Hexane, 35% CH<sub>2</sub>Cl<sub>2</sub> and 5% 2*N* NH<sub>3</sub> in MeOH afforded 90% pure compound. This was further purified by preparative HPLC (TFA buffer) to afford the title compound (TFA salt) as a white solid (10 mg). MS (ESI, pos. ion) *m/z*: 577 (*M*+*H*); MS (ESI, neg. ion) *m/z*: 575 (*M*-*H*). Calc'd for C<sub>27</sub>H<sub>37</sub>ClN<sub>6</sub>O<sub>4</sub>S: 576.23.

- 162 -

**Example 55**

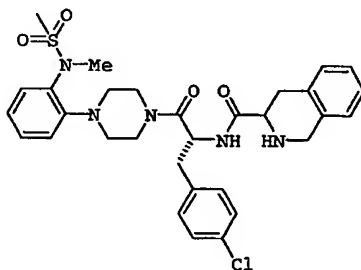
5                    ***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
 [(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl]{[2-  
 (methylamino)ethyl]amino}carboxamide**

Following the procedure of Example 51, *N*-[(1*R*)-1-[(4-  
 10 chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)-  
 amino]phenyl}piperazinyl)-2-oxoethyl]{[2-  
 (methylamino)ethyl]amino}carboxamide was prepared from  
 triphosgene (Avocado Chemical Company) (45 mg, 0.152 mmol),  
*N*-[(1*R*)-1-[(4-chlorophenyl)-methyl]-2-(4-{2-

- 163 -

[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl]-{[2-(methylamino)ethyl]-amino}carboxamide (200 mg, 0.36 mmol), DIEA (0.32 mL, 0.916 mmol), *N*-Boc-*N*-methylethylenediamine (Astatech Inc.) (96 mg, 0.55 mmol). The Boc protecting group was removed by treating compound with a soln of 50% TFA and CH<sub>2</sub>Cl<sub>2</sub> (2 mL) for 2 h. The organic solvent was removed *in vacuo* to give the desired product. Preparative TLC purification with 60% Hexane, 35% CH<sub>2</sub>Cl<sub>2</sub>, and 5% 2N NH<sub>3</sub> in MeOH afforded 90% pure compound. This was further purified by preparative HPLC (TFA buffer) to afford the title compound (TFA salt) as a white solid (10 mg). MS (ESI, pos. ion) *m/z*: 537 (M+H); MS (ESI, neg. ion) *m/z*: 535 (M-H). Calc'd for C<sub>24</sub>H<sub>26</sub>N<sub>6</sub>O<sub>4</sub>ClS: 536.

15

**Example 56**

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3,4-tetrahydroisoquinolyl]carboxamide**

**Step 1**

In a 100 mL round bottomed flask equipped with magnetic stirring was added tert-butyl 4-{2-[(methylsulfonyl)-amino]phenyl}-piperazinecarboxylate (Preparation III) (692 mg, 1.947 mmol) and DMF (5 mL). After stirring 5 min, NaH (60% oil dispersion) (100 mg, 2.5 mmol) (Aldrich) in DMF (10 mL) was added. The reaction was stirred 20 min, then



- 164 -

iodomethane (190  $\mu$ l, 3.05 mmol) (Aldrich) was added via syringe. After stirring 2.5 h, the reaction was diluted with 150 mL EtOAc and washed 75 mL each, satd  $\text{NH}_4\text{Cl}$ ,  $\text{H}_2\text{O}$ , 10%  $\text{NaHCO}_3$ , and brine. The organic layer was separated,  
5 dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated *in vacuo* to give *tert*-butyl 4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazine-carboxylate (700 mg). MS (ESI, pos. ion)  $m/z$ : 370 (M+H), (ESI, neg. ion)  $m/z$ : 368 (M-H). Calc'd for  $\text{C}_{17}\text{H}_{27}\text{N}_3\text{O}_4\text{S}$ : 369.48.

10

**Step 2**

*tert*-Butyl 4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinecarboxylate (Step 1) (700 mg, 1.9 mmol) was stirred with 25 mL of HCl satd EtOAc. The resulting crude  
15 material was diluted with EtOAc and washed with a satd  $\text{NaHCO}_3$  soln. The organic layer was separated, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated *in vacuo*. This material was treated with DIEA (400  $\mu$ l, 2.295 mmol), Boc-p-Cl-D-Phe-OH (672 mg, 2.241 mmol), 1-(3-dimethylaminopropyl)-3-  
20 ethylcarbodiimide methiodide (1.25 g, 4.206 mmol), HOAT (345 mg, 2.535 mmol), and DMF (15 mL) according to the procedure for preparation XIX. The crude material was purified by flash chromatography ( $\text{SiO}_2$ , 1.5:1 hexane:EtOAc) to yield *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[methyl-(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-(*tert*-  
25 butoxy)carboxamide (327 mg). MS (ESI, pos. ion)  $m/z$ : 551 (M+H), (ESI, neg. ion)  $m/z$ : 549 (M-H). Calc'd for  $\text{C}_{26}\text{H}_{35}\text{ClN}_4\text{O}_5\text{S}$ : 551.10.

30 **Step 3**

*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[methyl-(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]--(tert-butoxy)carboxamide (Step 2) (327 mg, 0.593 mmol) was stirred with 25 mL of HCl satd EtOAc. The resulting crude

- 165 -

material was diluted with EtOAc and washed with a satd NaHCO<sub>3</sub> soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo*. This material was treated with DIEA (115  $\mu$ l, 0.660 mmol), Boc-L-Tic-OH (167 mg, 0.602 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (500 mg, 1.68 mmol), and HOAT (99 mg, 0.727 mmol) according to the procedure for preparation XIX. The crude was purified by flash chromatography (SiO<sub>2</sub>, 10% EtOAc in CH<sub>2</sub>Cl<sub>2</sub>) and concentrated *in vacuo* to yield *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (219 mg). MS (ESI, pos. ion) *m/z*: 710 (M+H), (ESI, neg. ion) *m/z*: 708 (M-H). Calc'd for C<sub>36</sub>H<sub>44</sub>ClN<sub>5</sub>O<sub>6</sub>S: 710.28.

**Step 4**

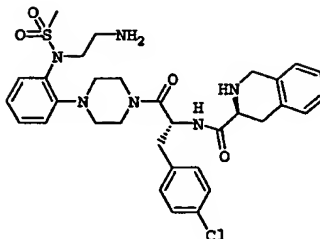
*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-1,2,3,4-tetrahydroisoquinolylcarboxamide was prepared according to the procedure for Preparation XVI *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (220 mg, 0.310 mmol). The crude material was purified by preparative HPLC (TFA buffer) to afford *N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-1,2,3,4-tetrahydroisoquinolylcarboxamide as the TFA salt (20 mg). MS (ESI, pos. ion) *m/z*: 610 (M+H), (ESI, neg. ion) *m/z*: 608 (M-H). Calc'd for C<sub>31</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S 609. Anal. Calcd for C<sub>31</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S·C<sub>2</sub>HF<sub>3</sub>O<sub>2</sub>·2H<sub>2</sub>O: C, 52.14; H, 5.44;

- 166 -

Cl, 4.66; F, 7.50; N, 9.21; O, 16.84; S, 4.22. Found C, 52.51; H, 5.10; N, 8.85.

**Example 57**

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**N-[(1R)-2-(4-{2-[(2-Aminoethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl][(3S)(3-1,2,3,4-tetrahydroisoquinolyl)]carboxamide**

**Step 1**

Following the procedure for the synthesis of Example 38, Step 3, (without DIEA), *tert*-butyl 3-[N-[(1R)-2-{4-[2-[(*tert*-butoxy)carbonylamino]ethyl)amino]phenyl]-piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)-carbamoyl[(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate] was prepared from *tert*-butyl 3-[N-[(1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)-methyl]-2-oxoethyl)carbamoyl[(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (633 mg, 1.024 mmol), (Preparation IX) *tert*-butyl-N-(2-oxoethyl)-carbamate (179 mg, 1.126 mmol) (Aldrich) and NaBH(OAc)<sub>3</sub> (330 mg, 1.557 mmol) (Aldrich). The compound was purified by flash chromatography, (SiO<sub>2</sub>, 2:1 hexane:EtOAc) and concentrated *in vacuo* yielding (578 mg). MS (ESI, pos. ion) *m/z*: 761 (M+H), (ESI, neg. ion) *m/z*: 759 (M-H). Calc'd for C<sub>41</sub>H<sub>53</sub>ClN<sub>6</sub>O<sub>6</sub>: 761.35. Anal. Calc'd for C<sub>41</sub>H<sub>53</sub>ClN<sub>6</sub>O<sub>6</sub>·0.5C<sub>4</sub>H<sub>8</sub>O<sub>2</sub>·0.5H<sub>2</sub>O: C, 63.42; H, 7.18; N, 10.32; Cl, 4.35. Found C, 62.96; H, 7.14; N, 10.26; Cl, 4.06.

- 167 -

**Step 2**

tert-Butyl 3-[N-((1R)-2-{4-[2-({2-[(tert-butoxy) carbonylamino]ethyl}(methylsulfonyl)amino)phenyl] piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)-carbamoyl](3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared according to the procedure for Preparation III using tert-butyl 3-[N-((1R)-2-{4-[2-({2-[(tert-butoxy) carbonylamino]ethyl}amino)phenyl] piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl) carbamoyl](3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 1) (370 mg, 0.45 mmol), methanesulfonyl chloride (41  $\mu$ l, 0.530 mmol), pyridine (40  $\mu$ l, 0.495 mmol), DMAP (cat.), and ClCH<sub>2</sub>CH<sub>2</sub>Cl (15 mL). The crude material was purified by flash chromatography, (SiO<sub>2</sub>, 1:1 hexane:EtOAc) to afford the desired material (155 mg). MS (ESI, pos. ion) m/z: 839 (M+H), (ESI, neg. ion) m/z: 837 (M-H). Calc'd for C<sub>42</sub>H<sub>55</sub>ClN<sub>6</sub>O<sub>8</sub>S: 839.44.

**Step 3**

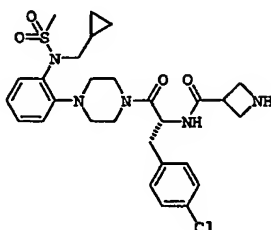
tert-Butyl 3-[N-((1R)-2-{4-[2-({2-[(tert-butoxy) carbonylamino]ethyl}(methylsulfonyl)amino)phenyl] piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)-carbamoyl](3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 2) (150 mg, 0.179 mmol) was treated with 30% TFA in CH<sub>2</sub>Cl<sub>2</sub>, for 1.5 h, in a 50 mL round-bottomed flask equipped with magnetic stirring. The reaction was concentrated in vacuo and purified by preparative HPLC (TFA buffer) to afford N-[(1R)-2-(4-{2-[(2-aminoethyl)(methylsulfonyl)amino]phenyl}-piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide as the TFA salt (35 mg). MS (ESI, pos. ion) m/z: 639 (M+H), (ESI, neg. ion) m/z: 637 (M-H). Calc'd for C<sub>32</sub>H<sub>39</sub>ClN<sub>6</sub>O<sub>4</sub>S: 638.24. Anal. Calcd for

- 168 -

$C_{32}H_{39}ClN_6O_4S \cdot 2 C_2HF_3O_2 \cdot H_2O$ : C, 48.84; H, 4.90; N, 9.49; Cl, 4.00. Found C, 48.52; H, 4.77; N, 9.36; Cl, 4.13.

**Example 58**

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***N*-[(1*S*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
[(cyclopropylmethyl)(methanesulfonyl)amino]phenyl}  
piperazinyl)-2-oxoethyl]azetidin-3-ylcarboxamide**

10

**Step 1**

*tert*-Butyl 4-(2-[(cyclopropylmethyl)(methanesulfonyl)aminophenyl]piperazinecarboxylate was prepared according to the procedure for Example 56, Step 1, using *tert*-butyl 4-(2-[(methanesulfonyl)amino]phenyl) piperazinecarboxylate (393 mg, 1.11 mmol), NaH (65 mg, 1.625 mmol), cyclopropylmethyl bromide (140  $\mu$ l, 1.44 mmol) (Aldrich), and DMF (15 mL). The product was isolated in a quantitative yield (458 mg). MS (ESI, pos. ion)  $m/z$ : 410 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 408 ( $M-H$ ). Calc'd for  $C_{20}H_{31}N_3O_4S$ : 409.54.

20

**Step 2**

*tert*-Butyl 4-(2-[(cyclopropylmethyl)(methanesulfonyl)amino]phenyl)piperazinecarboxylate (450 mg, 1.099 mmol) was treated with satd HCl in EtOAc as described in Preparation XVI. The resulting crude material was diluted with EtOAc and washed with 10%  $Na_2CO_3$  soln. The organic layer was separated, dried over  $Na_2SO_4$ , filtered and concentrated *in vacuo*. This material was used to prepare *N*-[(1*R*)-1-[(4-

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- 169 -

chlorophenyl)methyl]-2-(4-{2-  
[(cyclopropylmethyl)(methanesulfonyl)amino]phenyl}  
piperazinyl)-2-oxoethyl](*tert*-butoxy)carboxamide according  
to the procedure for Preparation XIX using *p*-Cl-D-Phe-OH  
5 (301 mg, 1.0 mmol), HOAT (130 mg, 0.955 mmol), 1-(3-  
dimethylaminopropyl)-3-ethylcarbodiimide methiodide (595 mg,  
2.00 mmol) and DMF (10 mL). The compound was concentrated  
*in vacuo* to yield 581 mg. MS (ESI, pos. ion) *m/z*: 591  
(*M*+*H*), (ESI, neg. ion) *m/z*: 589 (*M*-*H*). Calc'd for  
10 C<sub>29</sub>H<sub>39</sub>ClN<sub>4</sub>O<sub>5</sub>S: 591.16.

**Step 3**

(2*R*)-2-Amino-3-(4-chlorophenyl)-1-(4-{2-  
[(cyclopropylmethyl)(methanesulfonyl)amino]phenyl}piperazinyl  
15 )propan-1-one was prepared according to the procedure for  
Preparation XVI using *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-  
(4-{2-[(cyclopropylmethyl)-(methanesulfonyl)amino]phenyl}-  
piperazinyl)-2-oxoethyl](*tert*-butoxy)carboxamide (Step 2)  
(560 mg, 0.95 mmol). The resulting crude material was  
20 diluted with EtOAc and washed with satd NaHCO<sub>3</sub> soln. The  
organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and  
concentrated *in vacuo* to afford 449 mg. MS (ESI, pos. ion)  
*m/z*: 491 (*M*+*H*), (ESI, neg. ion) *m/z*: 489 (*M*-*H*). Calc'd for  
C<sub>24</sub>H<sub>31</sub>ClN<sub>4</sub>O<sub>3</sub>S: 491.05.

25

**Step 4**

*tert*-Butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(cyclopropylmethyl)(methanesulfonyl)amino]phenyl}-  
piperazinyl)-2-oxoethyl]carbamoyl}-azetidine-carboxylate was  
30 prepared from (2*R*)-2-amino-3-(4-chlorophenyl)-1-(4-{2-  
[(cyclopropylmethyl)-  
(methanesulfonyl)amino]phenyl}piperazinyl)propan-1-one (Step  
3) (220 mg, 0.46 mmol), according to the procedure for  
Preparation XIX using Boc-azetidine-3-carboxylic acid (100

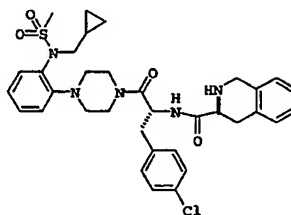
- 170 -

mg, 0.50 mmol) (Peptech), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (275 mg, 0.925 mmol), HOAT (64 mg, 0.470 mmol), and DMF (7 mL). The compound was isolated (294 mg). MS (ESI, pos. ion)  $m/z$ : 674 (M+H), (ESI, neg. ion)  $m/z$ : 672 (M-H). Calc'd for  $C_{33}H_{44}ClN_5O_6S$ : 674.25.

**Step 5**

*N*-[(1*S*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]azetidin-3-ylcarboxamide was prepared from *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl}azetidine carboxylate (250 mg, 0.371 mmol) according to the procedure for Preparation XVI. The product was purified using preparative HPLC (TFA buffer) (3 mg). MS (ESI, pos. ion)  $m/z$ : 574 (M+H), (ESI, neg. ion)  $m/z$ : 572 (M-H). Calc'd for  $C_{28}H_{36}ClN_5O_4S$ : 573.

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**Example 59**

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*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

- 171 -

**Step 1**

tert-Butyl 3-{N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}  
5 piperazinyl)-2-oxoethyl]carbamoyl}(3S)-1,2,3,4-  
tetrahydroisoquinoline-2-carboxylate was prepared from (2R)-  
2-amino-3-(4-chlorophenyl)-1-(4-{2-  
[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}-  
piperazinyl)propan-1-one (Example 58, Step 3) (224 mg, 0.457  
10 mmol), according to the procedure for Preparation XIX using  
Boc-L-Tic-OH (135 mg, 0.487 mmol), 1-(3-  
dimethylaminopropyl)-3-ethylcarbodiimide methiodide (285 mg,  
0.959 mmol), HOAT (68 mg, 0.50 mmol), and DMF (7 mL). The  
compound was isolated (339 mg). MS (ESI, pos. ion)  $m/z$ : 750  
15 (M+H), (ESI, neg. ion)  $m/z$ : 748 (M-H). Calc'd for  
 $C_{39}H_{48}ClN_5O_6S$ : 750.35.

**Step 2**

N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-  
20 [(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl  
)2-oxoethyl]((3S)(3-1,2,3,4-tetrahydro-  
isoquinolyl))carboxamide was prepared from tert-butyl 3-{N-  
[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(cyclopropylmethyl)(methylsulfonyl)amino]-  
25 phenyl}piperazinyl)-2-oxoethyl]carbamoyl}(3S)-1,2,3,4-  
tetrahydroisoquinoline-2-carboxylate (Step 1) (315 mg, 0.420  
mmol) according to the procedure for Preparation XVI. The  
crude was concentrated *in vacuo*, purified by preparative  
HPLC (TFA buffer) to afford the desired product as the TFA  
30 salt (120 mg). MS (ESI, pos. ion)  $m/z$ : 650 (M+H), (ESI,  
neg. ion)  $m/z$ : 648 (M-H). Calc'd for  $C_{34}H_{40}ClN_5O_4S$ : 649.  
Anal. Calcd for  $C_{34}H_{40}ClN_5O_4S \cdot 2 C_2HF_3O_2$ : C, 51.97; H, 4.82; N,  
7.97; Cl, 4.04. Found C, 52.05; H, 4.99; N, 8.04; Cl, 3.84.



- 172 -

**Examples 60-61 General Procedure****Step 1**

tert-Butyl 4-{2-[(methylsulfonyl)amino]phenyl}-  
5 piperazinecarboxylate (Preparation XII) (650 mg, 1.1  
mmol) was treated according to the procedure for tert-butyl  
4-{2-[methyl-(methylsulfonyl)amino]phenyl}-  
piperazinecarboxylate (Example 56, Step 1) with NaH (88 mg,  
2.2 mmol) in DMF. This solution was divided evenly into two  
10 10 mL scintillation vials equipped with magnetic stirring.  
To one vial was added 1-iodo-2-methylpropane (77 mg, 0.418  
mmol) (Aldrich) for Example 60, and to the other vial was  
added 2-(bromoethyl)-benzene (79 mg, 0.427 mmol) (Aldrich)  
for Example 61. The reaction mixtures were stirred 24 h.  
15 The reaction mixtures were diluted with EtOAc, washed with  
10% NaHCO<sub>3</sub>, H<sub>2</sub>O and brine. The organic layers were dried  
over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo*, in  
scintillation vials.

**Step 2**

To each vial was added CH<sub>2</sub>Cl<sub>2</sub> (5 mL) followed by TFA (2 mL).  
The mixtures were stirred 1.5 h, and the reaction mixtures  
were concentrated *in vacuo*. To each vial was added CH<sub>2</sub>Cl<sub>2</sub>  
(5 mL) and MP-carbonate resin (300 mg, 3.23 mmol/g, 0.97  
25 mmol, Argonaut). The reaction mixtures were stirred 4 h.

**Step 3**

The samples from Step 2 were filtered into the vials  
containing PS-carbodiimide resin (700 mg, 1 mmol/g, 0.70  
30 mmol, Argonaut) and p-Cl-D-Phe-OH (150 mg, 0.5 mmol) and the  
reaction mixtures were stirred for 60 h. To each vial was  
added PS-isocyanate resin (300 mg, 1.76 mmol/g, 0.53 mmol,  
Argonaut), and the reaction mixtures were stirred for 24 h.

- 173 -

The reactions were filtered and concentrated in vacuo into new scintillation vials.

#### Step 4

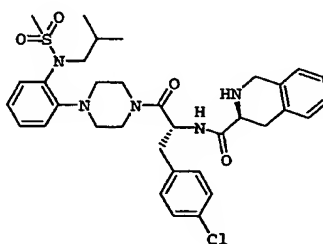
- 5 The reaction mixtures from Step 3 were treated according to the procedure for Step 2.

#### Step 5

- The samples from step (4) were filtered into the vials containing PS-carbodiimide resin (800 mg, 1 mmol/g, 0.80 mmol, Argonaut) and Boc-L-Tic-OH (100 mg, 360 mmol, Bachem) and the reaction mixtures were stirred for 48 h. To each vial was added PS-isocyanate resin (300 mg, 1.76 mmol/g, 0.53 mmol, Argonaut) and stirring was continued for 48 h. The reaction mixtures were filtered, concentrated in vacuo, and treated with CH<sub>2</sub>Cl<sub>2</sub> (5 mL) followed by TFA (2 mL). After stirring 1.5 h, the reaction mixtures were concentrated in vacuo and purified by preparative HPLC (TFA buffer) to yield the TFA salts of the desired products.

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#### Example 60



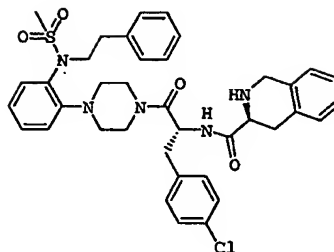
- 25 *N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(2-methylpropyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide

- MS (ESI, pos. ion) *m/z*: 652 (*M*+*H*), (ESI, neg. ion) *m/z*: 650 (*M*-*H*). Calc'd for C<sub>34</sub>H<sub>42</sub>ClN<sub>5</sub>O<sub>4</sub>S: 651.

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- 174 -

## Example 61



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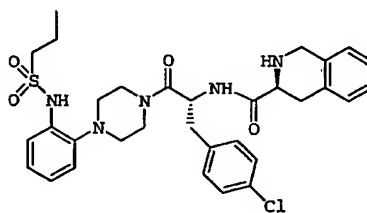
*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)(2-phenylethyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

10

MS (ESI, pos. ion) *m/z*: 700 (*M*+*H*), (ESI, neg. ion) *m/z*: 698 (*M*-*H*). Calc'd for C<sub>38</sub>H<sub>42</sub>ClN<sub>5</sub>O<sub>4</sub>S: 699.

## Example 62

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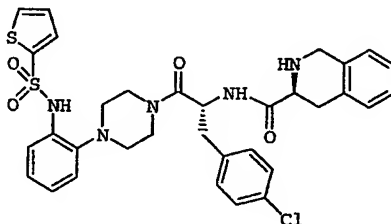
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*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-{2-[(propylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

Following the procedure for the synthesis of Preparation III, *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(propylsulfonyl)amino]phenyl}-piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide was prepared from *tert*-

- 175 -

butyl 3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (200 mg, 0.32 mmol) in  $\text{ClCH}_2\text{CH}_2\text{Cl}$  (1.3 mL), pyridine (0.030 mL, 0.16 mmol), and propanesulfonyl chloride (Aldrich) (0.04 mL, 0.18 mmol). The material was treated with a soln of HCl satd EtOAc, which resulted in the precipitation of the salt. This was filtered and placed *in vacuo* to afford the desired crude as a white solid. After recrystallization from MeOH, the desired product was isolated as the HCl salt (10 mg). MS (ESI, pos. ion)  $m/z$ : 624 (M+H); MS (ESI, neg. ion)  $m/z$ : 622 (M-H). Calc'd for  $\text{C}_{32}\text{H}_{38}\text{ClN}_5\text{O}_4\text{S}$ : 623.23.

**Example 63**

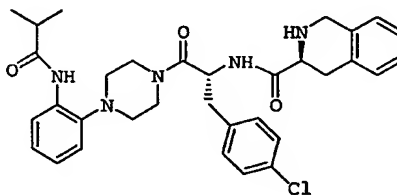
N-[(1R)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-{2-[(2-thienylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3S)-1,2,3,4-tetrahydroisoquinolyl)carboxamide

Following the procedure for the synthesis of Preparation III, N-[(1R)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(2-thienylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3S)-1,2,3,4-tetrahydroisoquinolyl)carboxamide was prepared from *tert*-butyl 3-(N-((1R)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (100 mg, 0.17 mmol) in  $\text{ClCH}_2\text{CH}_2\text{Cl}$  (5.0 mL), TEA (0.047 mL, 0.32

- 176 -

mmol) and 2-thiophenesulfonyl chloride (Aldrich) (34 mg, 0.188 mmol). The crude product from this reaction was treated with a soln of HCl satd EtOAc that resulted in the precipitation of the salt. This material was collected by  
 5 filtration, dried in vacuo, and recrystallized from MeOH to afford the desired product as the HCl salt (55 mg). MS (ESI, pos. ion)  $m/z$ : 664 (M+H); MS (ESI, neg. ion)  $m/z$ : 662 (M-H). Calc'd for  $C_{33}H_{34}ClN_5O_4S_2$ : 663.

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**Example 64**

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***N*-[2-(4-((2*R*)-2-(((3*S*)-3-(1,2,3,4-Tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)phenyl]-2-methylpropanamide**

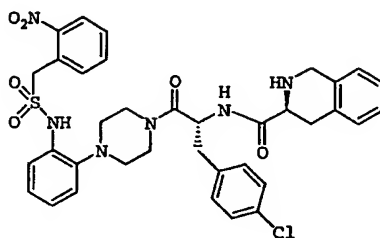
Following the procedure for the synthesis of Preparation III, *N*-[2-(4-((2*R*)-2-(((3*S*)-3-(1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)phenyl]-2-methylpropanamide was prepared from *tert*-butyl 3-(*N*-((1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)-methyl]-2-oxoethyl)carbamoyl)-3-(1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Preparation IX) (200 mg, 0.32 mmol) in  
 20  $ClCH_2CH_2Cl$  (1.3 mL), pyridine (0.040 mL, 0.32 mmol), and isobutyryl chloride (Aldrich Chemical Company) (37 mg, 0.36 mmol). The crude was treated with a soln of HCl satd EtOAc, which resulted in the precipitation of the salt. This  
 25 material was collected by filtration, dried in vacuo, and recrystallized from MeOH to afford the desired product as

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- 177 -

the HCl salt (75 mg). MS (ESI, pos. ion)  $m/z$ : 588 (M+H); MS (ESI, neg. ion)  $m/z$ : 586 (M-H). Calc'd for  $C_{33}H_{38}ClN_5O_3$ : 587.

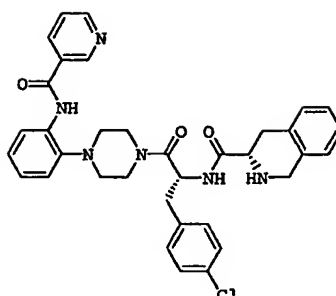
5

**Example 65**

***N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-{4-[2-((2-nitrophenyl)methyl) sulfonyl) amino)phenyl] piperazinyl)-2-oxoethyl) ((3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide**

Following the procedure for the synthesis of Preparation III, the title compound was prepared from *tert*-butyl 3-(*N*-((1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (250 mg, 0.40 mmol) in  $ClCH_2CH_2Cl$  (1.5 mL), pyridine (0.040 mL, 0.44 mmol), and 2-nitro- $\alpha$ -toluenesulfonyl chloride (Aldrich) (104 mg, 0.44 mmol). The crude was treated with a soln of HCl satd EtOAc, which resulted in the precipitation of the salt. This material was collected by filtration, dried *in vacuo*, and recrystallized from MeOH to afford the product as the HCl salt (18 mg). MS (ESI, pos. ion)  $m/z$ : 717 (M+H). Calc'd for  $C_{36}H_{37}ClN_6O_4S$ : 716.

- 178 -

**Example 66**

5. ***N-((1R)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-{4-[2-(3-pyridylcarbonylamino)phenyl]piperazinyl}ethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide***

**Step 1**

- 10 Following the procedure for the synthesis of Preparation XIX, *tert*-butyl 3-[*N*-((1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-{4-[2-(3-pyridylcarbonyl-amino)phenyl]piperazinyl}-ethyl)carbamoyl](3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from *tert*-butyl 3-(*N*-{(1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (250 mg, 0.40 mmol), nicotinic acid (54 mg, 0.44 mmol) (Aldrich), 1-(3-dimethylamino-propyl)-3-ethylcarbodiimide methiodide (227 mg; 0.76 mmol)
- 15 and HOAT (62 mg; 0.46 mmol). The crude was concentrated *in vacuo* to afford of the desired compound (286 mg). MS (ESI, pos. ion) *m/z*: 723 (M+H), (ESI, neg. ion) *m/z*: 721 (M-H). Calc'd for C<sub>40</sub>H<sub>43</sub>ClN<sub>6</sub>O<sub>5</sub>: 723.26
- 20

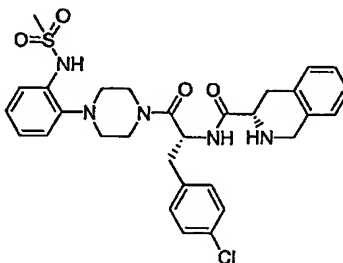
**Step 2**

25 Following the procedure for the synthesis of Preparation XVI, *N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-{4-[2-(3-pyridylcarbonylamino)phenyl]-piperazinyl}ethyl)((3*S*)(3-

- 179 -

1,2,3,4-tetrahydro-isoquinolyl)) carboxamide was prepared from *tert*-butyl 3-[N-(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-{4-[2-(3-pyridylcarbonylamino)phenyl]piperazinyl}-ethyl)-carbamoyl](3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (280 mg, 0.39 mmol) and 15 mL of EtOAc satd with HCl. The crude was purified by flash chromatography (SiO<sub>2</sub>, 3% MeOH in CH<sub>2</sub>Cl<sub>2</sub>) to afford 150 mg. The product was dissolved in H<sub>2</sub>O (5 mL), CH<sub>3</sub>CN (2 mL) and AcOH was added. The resulting solution was lyophilized to form the acetate salt. MS (ESI, pos. ion) *m/z*: 623 (M+H), MS (ESI, neg. ion) *m/z*: 621 (M-H). Calc'd for C<sub>35</sub>H<sub>35</sub>ClN<sub>6</sub>O<sub>3</sub>: 622.25. Anal. Calc'd for C<sub>35</sub>H<sub>35</sub>ClN<sub>6</sub>O<sub>3</sub>-C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>: C, 65.05; H, 5.75; N, 12.30; Cl, 5.19. Found C, 64.79; H, 5.84; N, 12.55; Cl, 5.40.

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**Example 67**

20 **N-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)-3-1,2,3,4-tetrahydroisoquinolyl) carboxamide**

**Step 1**

Following the procedure for the synthesis of Preparation III, *tert*-butyl 3-[N-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl) amino]phenyl}piperazinyl)-2-oxoethyl]carbamoyl](3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from *tert*-butyl 3-[N-[(1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-



- 180 -

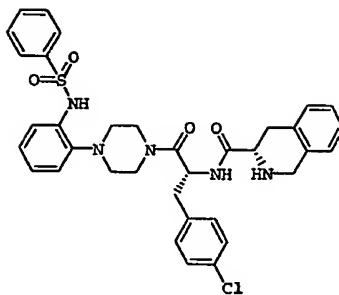
oxoethyl}carbamoyl) (3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (1.3 g, 2.0 mmol) in 20 mL of  $\text{ClCH}_2\text{CH}_2\text{Cl}$ , pyridine (200  $\mu\text{l}$ , 2.5 mmol) (Aldrich) and methanesulfonyl chloride (180  $\mu\text{l}$ , 2.3 mmol) (Aldrich) to  
5 give 1.4 g of the compound. MS (ESI, pos. ion)  $m/z$ : 695 (M+H), (ESI, neg. ion)  $m/z$ : 693 (M-H). Calc'd for  $\text{C}_{35}\text{H}_{42}\text{ClN}_5\text{O}_6\text{S}$ : 696.26. Anal. Calcd for  $\text{C}_{35}\text{H}_{42}\text{ClN}_5\text{O}_6\text{S}-0.5 \text{ C}_4\text{H}_8\text{O}_2$ : C, 60.03; H, 6.26; N, 9.46; Cl, 4.79. Found C, 59.68; H, 6.33; N, 9.50; Cl, 4.99.

10

**Step 2**

Following the procedure for the synthesis of Preparation XVI,) *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide  
15 was prepared from tert-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl}carbamoyl} (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 1) (1.42 g, 2.04  
20 mmol) and 50 mL of EtOAc satd with HCl. The crude product was purified by preparative HPLC (AcOH buffer) yielding the desired product as the acetate salt (250 mg). MS (ESI, pos. ion)  $m/z$ : 596 (M+H), (ESI, neg. ion)  $m/z$ : 594 (M-H). Calc'd for  $\text{C}_{30}\text{H}_{34}\text{ClN}_5\text{O}_4\text{S}$ : 595. Anal. Calcd for  $\text{C}_{30}\text{H}_{34}\text{ClN}_5\text{O}_4\text{S}-\text{C}_2\text{H}_4\text{O}_2-\text{H}_2\text{O}$ :  
25 C, 57.01; H, 5.98; N, 10.39; Cl, 5.26. Found C, 56.83; H, 6.05; N, 10.25; Cl, 5.25.

- 181 -

**Example 68**

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***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-{2-[(phenylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

**10 Step 1**

Following the procedure for the synthesis of Preparation III, *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(phenylsulfonyl)amino]phenyl}piperazinyl)ethyl]carbonyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from *tert*-butyl 3-{*N*-[(1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbonyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (771 mg, 1.247 mmol), pyridine (110  $\mu$ l, 1.4 mmol) and

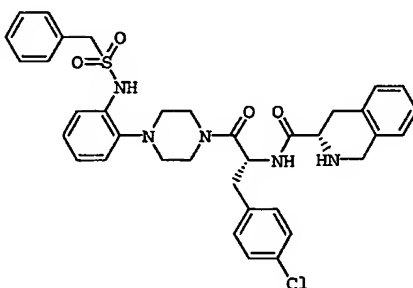
20 benzenesulfonyl chloride (160  $\mu$ l, 1.3 mmol) (Aldrich). The crude was purified by flash chromatography ( $\text{SiO}_2$ , 10% EtOAc in  $\text{CH}_2\text{Cl}_2$ ) to afford 330 mg of the desired compound. MS (ESI, pos. ion)  $m/z$ : 758 ( $M+H$ ), (ESI, neg. ion)  $m/z$ : 756 ( $M-H$ ). Calc'd for  $\text{C}_{40}\text{H}_{44}\text{ClN}_5\text{O}_6\text{S}$ : 758.33. Anal. Calcd for

25  $\text{C}_{40}\text{H}_{44}\text{ClN}_5\text{O}_6\text{S} \cdot 0.5 \text{ C}_4\text{H}_8\text{O}_2$ : C, 62.87; H, 6.03; N, 8.73; Cl, 4.42. Found C, 62.49; H, 6.03; N, 8.52.

- 182 -

**Step 2**

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(phenylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)-(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide was prepared from  
 5 *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(phenylsulfonyl)amino]phenyl}piperazinyl)ethyl]carbamoyl} (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 1) (300 mg, 0.40 mmol) according to the procedure for Preparation XVI. The product was concentrated in vacuo (66  
 10 mg) dissolved in H<sub>2</sub>O and CH<sub>3</sub>CN, treated with AcOH and lyophilized. MS (ESI, pos. ion) *m/z*: 658 (M+H), (ESI, neg. ion) *m/z*: 656 (M-H). Calc'd for C<sub>35</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S: 657. Anal. Calcd for C<sub>35</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S·0.5C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>·0.5H<sub>2</sub>O: C, 62.01; H, 5.64; N, 10.04; Cl, 5.08. Found C, 62.36; H, 5.54; N, 10.06; Cl, 15 5.05.

**Example 69**

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*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-  
 {[(benzylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)-(3-  
 1,2,3,4-tetrahydroisoquinolyl))carboxamide

**Step 1**

*tert*-Butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-  
 {[(benzylsulfonyl)amino]phenyl}piperazinyl)ethyl]carbamoyl} (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-  
 carboxylate was prepared according to the procedure for

- 183 -

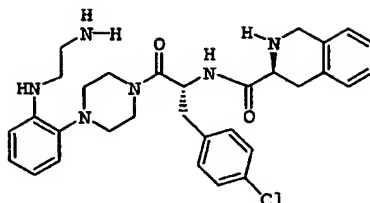
Preparation III using *tert*-butyl 3-(*N*-{(1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl}carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Preparation IX) (730 mg, 1.2 mmol), pyridine (100  $\mu$ l, 1.2 mmol) and  $\alpha$ -toluenesulfonyl chloride (240 mg, 1.2 mmol) (Aldrich). The crude material was purified by flash chromatography (SiO<sub>2</sub>, 10% EtOAc in CH<sub>2</sub>Cl<sub>2</sub>) to afford the desired compound (387 mg). MS (ESI, pos. ion) *m/z*: 772 (M+H), (ESI, neg. ion) *m/z*: 770 (M-H). Calc'd for C<sub>41</sub>H<sub>46</sub>ClN<sub>5</sub>O<sub>6</sub>S: 772.35. Anal. Calcd for C<sub>41</sub>H<sub>46</sub>ClN<sub>5</sub>O<sub>6</sub>S-0.5 C<sub>4</sub>H<sub>8</sub>O<sub>2</sub>: C, 63.26; H, 6.17; N, 8.58; Cl, 4.34. Found C, 62.98; H, 6.09; N, 8.36.

**Step 2**

*N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-[[benzylsulfonyl]amino]phenyl)piperazinyl]ethyl)} (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)carboxamide was prepared from *tert*-butyl 3-(*N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-[[benzylsulfonyl]amino]phenyl)piperazinyl]ethyl}carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 1) (300 mg, 0.39 mmol) according to the procedure for Preparation XVI. The crude product was purified by flash chromatography (SiO<sub>2</sub>, 3% MeOH in CH<sub>2</sub>Cl<sub>2</sub>) to afford the desired material (130 mg). The compound was dissolved in H<sub>2</sub>O and CH<sub>3</sub>CN, treated with AcOH and freeze-dried to yield the acetate salt. MS (ESI, pos. ion) *m/z*: 672 (M+H), (ESI, neg. ion) *m/z*: 670 (M-H). Calc'd for C<sub>36</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>4</sub>S: 671.23.

- 184 -

## Example 70



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***N* - [(1*R*) - 2 - (4 - {2 - [(2-Aminoethyl)amino]phenyl} piperazinyl) - 1 - [(4-chlorophenyl)methyl] - 2-oxoethyl] ((3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide**

10 **Step 1**

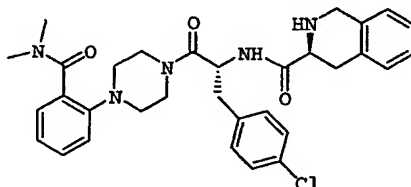
Following the procedure for the synthesis of Example 40 Step 3 (without DIEA), *tert*-butyl 3-[*N*-(1*R*)-2-{4-[2-((*tert*-butoxy)carbonylamino)ethyl)amino]phenyl]-piperazinyl]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)-carbamoyl] (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from *tert*-butyl 3-(*N*-(1*R*)-2-[4-(2-aminophenyl)piperazinyl]-1-[(4-chlorophenyl)-methyl]-2-oxoethyl)carbamoyl] (3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Preparation IX) (630 mg, 1.0 mmol) in 2 mL of ClCH<sub>2</sub>CH<sub>2</sub>Cl, *tert*-butyl-*N*-(2-oxoethyl)carbamate (179 mg, 1.126 mmol) (Aldrich) in ClCH<sub>2</sub>CH<sub>2</sub>Cl (10 mL), and NaBH(OAc)<sub>3</sub> (330 mg, 1.557 mmol) (Aldrich). The crude was purified by flash chromatography (SiO<sub>2</sub>, 2:1 hexane:EtOAc) to afford the desired compound (578 mg). MS (ESI, pos. ion) *m/z*: 761 (M+H), (ESI, neg. ion) *m/z*: 759 (M-H). Calc'd for C<sub>41</sub>H<sub>53</sub>ClN<sub>6</sub>O<sub>6</sub>: 761.35. Anal. Calc'd for C<sub>41</sub>H<sub>53</sub>ClN<sub>6</sub>O<sub>6</sub>·0.5 C<sub>4</sub>H<sub>8</sub>O<sub>2</sub>·0.5 H<sub>2</sub>O: C, 63.42; H, 7.18; N, 10.32; Cl, 4.35. Found C, 62.96 (± 0.46); H, 7.14; N, 10.26; Cl, 4.06.

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- 185 -

**Step 2**

*N*-[(1*R*)-2-(4-{2-[(2-Aminoethyl)amino]phenyl} piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl] ((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide was prepared according to Preparation XVI using *tert*-butyl 3-[*N*-((1*R*)-2-{4-[2-[(*tert*-butoxy)carbonylamino]-ethyl)amino]phenyl]-piperazinyl)-1-[(4-chlorophenyl)-methyl]-2-oxoethyl)-carbamoyl] (3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (150 mg, 0.18 mmol) and 25 mL of EtOAc satd with HCl. The crude product was concentrated to provide the desired product (90 mg). MS (ESI, pos. ion) *m/z*: 561 (M+H), (ESI, neg. ion) *m/z*: 559 (M-H). Calc'd for C<sub>31</sub>H<sub>37</sub>ClN<sub>6</sub>O<sub>2</sub>: 560.27.

**Example 71**

[2-(4-{(2*R*)-2-[(3*S*)(3-1,2,3,4-Tetrahydroisoquinolyl)carbonylamino]-3-(4-chlorophenyl)propanoyl}piperazinyl)phenyl]-*N,N*-dimethylcarboxamide

**Step 1**

To a 150 mL round-bottomed flask equipped with magnetic stirring was added methyl 2-[4-benzylpiperazinyl] benzoate (Preparation XIII) (2.3 g, 7.4 mmol) in THF (60 mL). A soln of LiOH (Aldrich) (940 mg, 22 mmol) in H<sub>2</sub>O (20 mL), was added and the reaction mixture was heated at 60°C for 12 h. After cooling to RT, the reaction mixture was concentrated *in vacuo* and diluted with EtOAc (100 mL). A 10% soln of citric acid (25 mL) was added, the organic layer was

- 186 -

separated and the aqueous layer was extracted with EtOAc (2 x 25 mL). The organic layers were combined, washed with H<sub>2</sub>O, satd NaCl, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo to afford 2-[4-benzylpiperazinyl]benzoic acid as a white solid (2.05 g). MS (ESI, pos.ion) *m/z*: 297 (M+H). Calc'd for C<sub>18</sub>H<sub>20</sub>N<sub>2</sub>O<sub>2</sub>: 296.15 : 296.15.

**Step 2**

To a 100 mL round-bottomed flask equipped with magnetic stirring was added 2-[4-benzylpiperazinyl] benzoic acid (Step 1) (1.1 g, 3.7 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (40 mL) under a N<sub>2</sub> atmosphere. Oxalyl chloride (Aldrich) (390 µL, 1.32 mmol) was added, the mixture was stirred at RT for 5 min. and several drops of DMF were added. After stirring at RT for 2 h, the reaction mixture was concentrated in vacuo and redissolved in CH<sub>2</sub>Cl<sub>2</sub> (40 mL). *N,N*-Dimethylamine (Aldrich) (5.6 mL of a 2M soln in THF, 11 mmol) was added and the mixture was stirred at RT for 12 h. The reaction was washed with H<sub>2</sub>O, brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered, concentrated in vacuo, and purified by column chromatography (4:1 hexanes-EtOAc) affording *N,N*-dimethyl{2-[4-benzylpiperazinyl]phenyl}carboxamide (558 mg). MS (ESI, pos.ion) *m/z*: 324 (M+H). Calc'd for C<sub>20</sub>H<sub>25</sub>N<sub>3</sub>O: 323.43.

**Step 3**

To a round-bottomed flask equipped with stirring was added *N,N*-dimethyl{2-[4-benzylpiperazinyl]phenyl} carboxamide (Step 2) (420 mg, 1.3 mmol), MeOH (10 mL), 10% Pd/C (Aldrich) (138 mg), and HCO<sub>2</sub>NH<sub>4</sub> (409 mg, 6.5 mmol), and the reaction mixture was heated at reflux for 2 h. The reaction mixture was filtered through Celite®, concentrated in vacuo, and redissolved in CH<sub>2</sub>Cl<sub>2</sub> (20 mL). The reaction mixture was washed with a Na<sub>2</sub>CO<sub>3</sub> (10%, 2x), H<sub>2</sub>O, brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo yielding *N,N*-

- 187 -

dimethyl(2-piperazinyphenyl)carboxamide (255 mg). MS (ESI, pos.ion)  $m/z$ : 234 (M+H). Calc'd for  $C_{13}H_{19}N_3O$ : 233.31.

**Step 4**

- 5 [2-(4-((2R)-2-[(*tert*-Butoxy)carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyphenyl)-*N,N*-dimethylcarboxamide was prepared according to the procedure described in Preparation V by using *N,N*-dimethyl(2-piperazinyphenyl)carboxamide (Step 3) (260 mg, 1.1 mmol),
- 10 Boc-*p*-Cl-D-Phe-OH (Peptech Corporation) (370 mg, 1.2 mmol), HOAT (Aldrich) (151 mg, 1.11 mmol), and EDC (Aldrich Chemical Company) (430 mg, 2.2 mmol). The compound was isolated as a crude white foam (480 mg) and used in the next step without further purification. MS (ESI, pos.ion)
- 15  $m/z$ : 515 (M+H). Calc'd for  $C_{27}H_{35}ClN_4O_4$ : 515.04.

**Step 5**

- (2-(4-((2R)-2-Amino-3-(4-chlorophenyl)propanoyl)-piperazinyphenyl)-*N,N*-dimethylcarboxamide HCl salt was
- 20 prepared according to the procedure described in Preparation XVI by using [2-(4-((2R)-2-[(*tert*-butoxy)carbonylamino]-3-(4-chlorophenyl)propanoyl)-piperazinyphenyl)-*N,N*-dimethylcarboxamide (Step 4) (240 mg, 0.46 mmol) and a satd soln of HCl in EtOAc (10 mL).
- 25 The white solid that formed was isolated by filtration (200 mg). MS (ESI, pos.ion)  $m/z$ : 415 (M+H). Calc'd for  $C_{22}H_{28}Cl_2N_4O_2$ : 451.39.

**Step 6**

- 30 *tert*-Butyl 3-[*N*-((1R)-2-{4-[2-(*N,N*-dimethylcarbamoyl)-phenyl]piperazinyphenyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl](3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate was prepared according to the procedure described in Preparation V by using (2-(4-((2R)-2-amino-3-



- 188 -

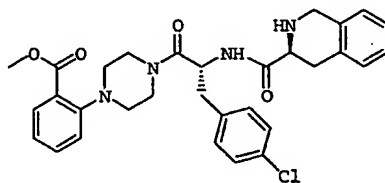
(4-chlorophenyl)-propanoyl]-piperazinyl)phenyl)-*N,N*-dimethylcarboxamide HCl salt (Step 5) (230 mg, 0.50 mmol), Boc-L-Tic-OH (Bachem Company) (150 mg, 0.55 mmol), HOAT (Aldrich) (68 mg, 0.50 mmol), EDC (Aldrich) (190 mg, 1.00 mmol) and DIEA (Aldrich) (87  $\mu$ L, 0.50 mmol). The compound was isolated and purified by column chromatography ( $\text{CH}_2\text{Cl}_2$ : 1.5% 2M  $\text{NH}_3$  in MeOH). (255 mg). MS (ESI, pos. ion)  $m/z$ : 674 (M+H). Calc'd for  $\text{C}_{37}\text{H}_{44}\text{ClN}_5\text{O}_5$ : 674.23.

# 10 **Step 7**

[2-(4-((2*R*)-2-(((3*S*)-(3-1,2,3,4-Tetrahydro-isoquinolyl))carbonylamino]-3-(4-chlorophenyl)-propanoyl)piperazinyl)phenyl]-*N,N*-dimethylcarboxamide was prepared according to the procedure described in Preparation XVI by using *tert*-butyl 3-[*N*-((1*R*)-2-(4-[2-(*N,N*-dimethylcarbamoyl)-phenyl]piperazinyl)-1-(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl] (3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Step 6) (156 mg, 0.23 mmol) and a satd soln of HCl in EtOAc (5 mL). The title compound was isolated by filtration as a white solid, and purified by preparative HPLC (TFA buffer) (125 mg). MS (ESI, pos.ion)  $m/z$ : 574 (M+H). Calc'd for  $\text{C}_{32}\text{H}_{36}\text{ClN}_5\text{O}_3$ : 573.25.

25

## **Example 72**



30

**Methyl 2-(4-((2*R*)-2-(((3*S*)-(3-1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)benzoate**

- 189 -

The title compound was prepared according to the procedure described in Preparation XVI by using methyl 2-{4-[(2R)-2-[(3S)-2-[(tert-butyl)oxycarbonyl](3-1,2,3,4-tetrahydroisoquinolyl)]carbonylamino)-3-(4-chlorophenyl)propanoyl]piperazinyl}benzoate (Preparation XVII) (140 mg, 0.21 mmol) and a satd soln of HCl in EtOAc (5 mL). The title compound was isolated by filtration as a white solid, and purified by preparative HPLC (62 mg). MS (ESI, pos.ion)  $m/z$ : 561 (M+H). Calc'd for  $C_{31}H_{33}ClN_4O_4$ : 560.22.

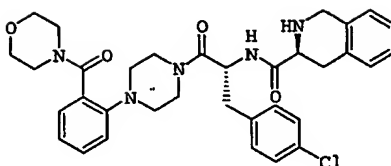
#### Examples 73-90

##### Parallel synthesis of amide library: General procedure

To eighteen 10 mL scintillation vials were added PS-carbodiimide resin (Argonaut Technologies) (1mmol/g) (80 mg, 0.08 mmol), HOAT (Aldrich) (8 mg, 0.06 mmol) and 2-{4-[(2R)-2-[(3S)-2-[(tert-butyl)oxycarbonyl](3-1,2,3,4-tetrahydroisoquinolyl)]carbonylamino)-3-(4-chlorophenyl)propanoyl]-piperazinyl}benzoic acid (Preparation XVIII) (40 mg, 0.06 mmol) in  $CH_2Cl_2$  (3 mL), and the reaction mixtures were shaken at RT for 10 min. The corresponding amine (0.05 mmol) was added, and the vials were shaken at RT for 12 h. Resin was filtered off and washed with  $CH_2Cl_2$ , and the solutions were concentrated *in vacuo*. A satd soln of HCl in EtOAc (2mL) was added. After 1h at RT, the solutions were concentrated *in vacuo*, and the products were purified by preparative HPLC (TFA buffer) to yield the TFA salts of the desired product.

30

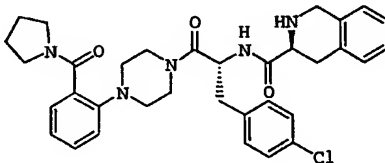
- 190 -

**Example 73**

5

***N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-{4-[2-(morpholin-4-ylcarbonyl)phenyl]piperazinyl}-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10 MS (ESI, pos.ion) *m/z*: 616 (M+H). Calc'd for C<sub>34</sub>H<sub>38</sub>N<sub>5</sub>O<sub>4</sub>Cl:  
615.26.

**Example 74**

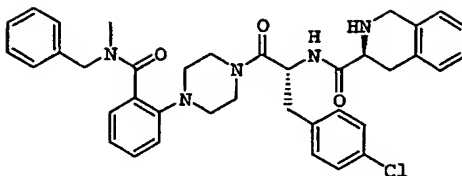
15

***N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-{4-[2-(pyrrolidinylcarbonyl)phenyl]piperazinyl}ethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

20

MS (ESI, pos.ion) *m/z*: 600 (M+H). Calc'd for C<sub>34</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>3</sub>:  
599.27.

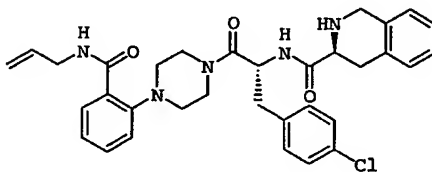
- 191 -

**Example 75**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[*N*-methyl-*N*-benzylcarbamoyl]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10 MS (ESI, pos.ion) *m/z*: 650 (M+H). Calc'd for C<sub>38</sub>H<sub>40</sub>ClN<sub>5</sub>O<sub>3</sub>: 649.28.

**Example 76**

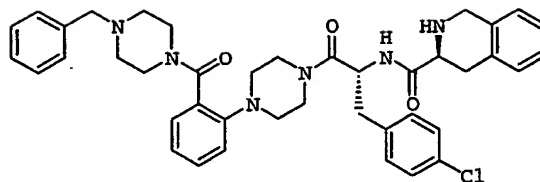
15

***N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-{4-[2-(*N*-prop-2-enylcarbamoyl)phenyl]piperazinyl}ethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

20

MS (ESI, pos.ion) *m/z*: 586 (M+H). Calc'd for C<sub>33</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>3</sub>: 585.25.

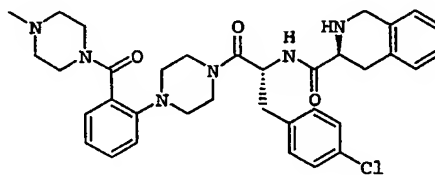
- 192 -

**Example 77**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-{[4-benzylpiperazinyl]carbonyl}phenyl)piperazinyl]ethyl]-(3*S*)-(3-1,2,3,4-tetrahydroisoquinolyl)]carboxamide**

10 MS (ESI, pos.ion) *m/z*: 705 (M+H). Calc'd for C<sub>41</sub>H<sub>45</sub>ClN<sub>6</sub>O<sub>3</sub>: 704.32.

**Example 78**

15

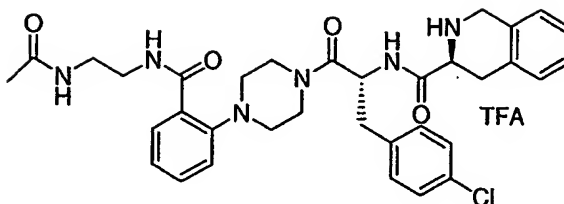
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(4-methylpiperazinyl]carbonyl}phenyl)piperazinyl)-2-oxoethyl]-(3*S*)-(3-1,2,3,4-tetrahydroisoquinolyl)]carboxamide**

20

MS (ESI, pos.ion) *m/z*: 629 (M+H). Calc'd for C<sub>35</sub>H<sub>41</sub>ClN<sub>6</sub>O<sub>3</sub>: 628.29.

- 193 -

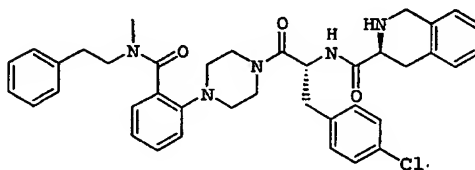
## Example 79



*N*-(2-{[2-(4-{(2*R*)-2-[(3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl]phenyl}carbonylamino)ethyl)acetamide

MS (ESI, pos.ion)  $m/z$ : 631 ( $M+H$ ). Calc'd for  $C_{34}H_{39}ClN_6O_4$ : 630.27.

## Example 80

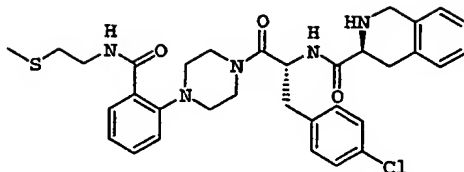


*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[*N*-methyl-*N*-(2-phenylethyl)carbamoyl]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

MS (ESI, pos.ion)  $m/z$ : 664 ( $M+H$ ). Calc'd for  $C_{39}H_{42}ClN_5O_3$ : 663.30.

- 194 -

## Example 81



5

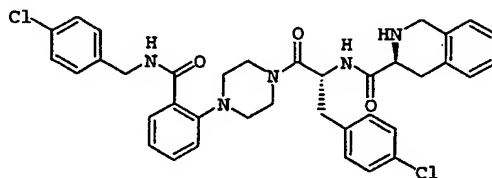
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[*N*-(2-methylthioethyl)carbamoyl]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10

MS (ESI, pos.ion) *m/z*: 620 (M+H). Calc'd for C<sub>33</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>3</sub>S: 619.24.

## Example 82

15

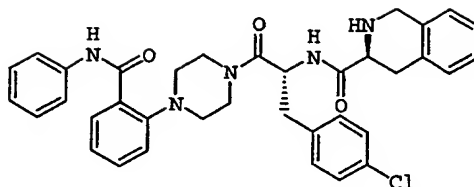


***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-{*N*-[(4-chlorophenyl)methyl]carbamoyl}phenyl)piperazinyl]-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

20

MS (ESI, pos.ion) *m/z*: 670 (M+H). Calc'd for C<sub>37</sub>H<sub>37</sub>Cl<sub>2</sub>N<sub>5</sub>O<sub>3</sub>: 669.23.

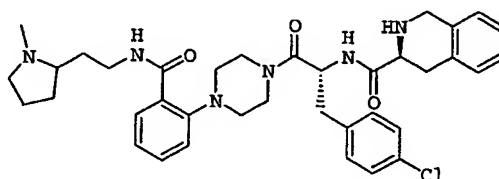
- 195 -

**Example 83**

5

***N-((1R)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-{4-[2-(N-phenylcarbamoyl)phenyl]piperazinyl}ethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide***

10 MS (ESI, pos.ion) *m/z*: 622 (M+H). Calc'd for C<sub>36</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>3</sub>: 621.25.

**Example 84**

15

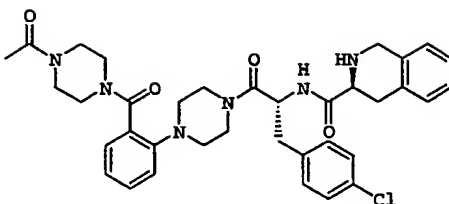
***N-((1R)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-{N-[2-(1-methylpyrrolidin-2-yl)ethyl]carbamoyl}phenyl)piperazinyl]-2-oxoethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide***

20

MS (ESI, pos.ion) *m/z*: 657 (M+H). Calc'd for C<sub>37</sub>H<sub>45</sub>ClN<sub>6</sub>O<sub>3</sub>: 656.32.



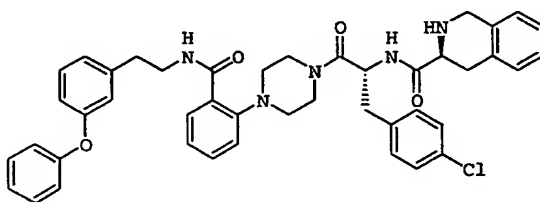
- 196 -

**Example 85**

5

***N*-[(1*R*)-2-(4-{2-[(4-Acetylpiperazinyl)carbonyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10 MS (ESI, pos.ion) *m/z*: 657 (M+H). Calc'd for C<sub>36</sub>H<sub>41</sub>ClN<sub>6</sub>O<sub>4</sub>: 656.29.

**Example 86**

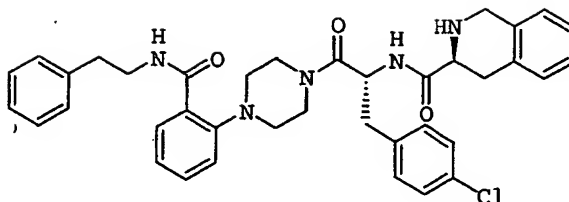
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-{*N*-[2-(3-phenoxyphenyl)ethyl]carbamoyl}phenyl)piperazinyl]ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

20

MS (ESI, pos.ion) *m/z*: 742 (M+H). Calc'd for C<sub>44</sub>H<sub>44</sub>ClN<sub>5</sub>O<sub>4</sub>: 741.31.

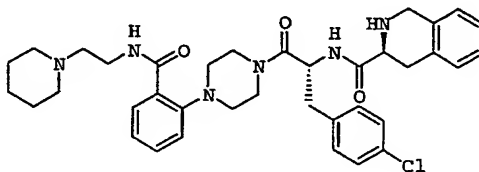
- 197 -

**Example 87**

5

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-{2-[*N*-(2-phenylethyl)carbamoyl]phenyl}piperazinyl)ethyl]-((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide**

10 MS (ESI, pos.ion) *m/z*: 650 (M+H). Calc'd for C<sub>38</sub>H<sub>40</sub>ClN<sub>5</sub>O<sub>3</sub>: 646.28.

**Example 88**

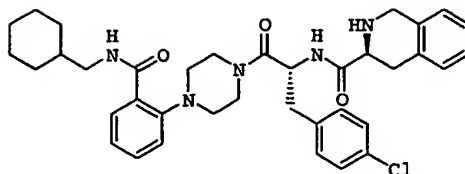
15

***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-{2-[*N*-(2-piperidylethyl)carbamoyl]phenyl} piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide**

20

MS (ESI, pos.ion) *m/z*: 657 (M+H). Calc'd for C<sub>37</sub>H<sub>45</sub>ClN<sub>6</sub>O<sub>3</sub>: 656.32.

- 198 -

**Example 89**

5

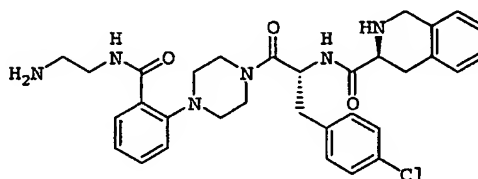
***N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[*N*-(cyclohexylmethyl)carbamoyl]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3,1,2,3,4-tetrahydroisoquinolyl))carboxamide**

10

MS (ESI, pos.ion) *m/z*: 642 (M+H). Calc'd for C<sub>37</sub>H<sub>44</sub>ClN<sub>5</sub>O<sub>3</sub>: 641.31.

**Example 90**

15



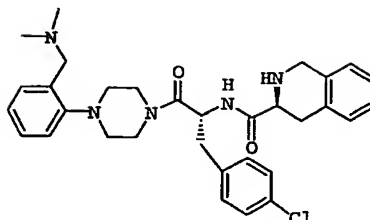
20

***N*-[(1*R*)-2-(4-{2-[*N*-(2-Aminoethyl)carbamoyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]((3*S*)(3,1,2,3,4-tetrahydroisoquinolyl))carboxamide**

MS (ESI, pos.ion) *m/z*: 589 (M+H). Calc'd for C<sub>32</sub>H<sub>37</sub>ClN<sub>6</sub>O<sub>3</sub>: 588.26.

25

- 199 -

**Example 91**

5

***N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl} piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]-((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide**

10 **Step 1**

To a solution of 2-fluorobenzaldehyde (Aldrich) (1 g, 8.1 mmol) in DMF (14 mL) was added 1-Boc-piperazine (Lancaster) (2.3 g, 12 mmol). The resulting solution was treated with copper (Aldrich Chemical Company) (50 mg, 0.8 mmol) and  
 15  $K_2CO_3$  (Aldrich) (5.1 g, 37 mmol). The suspension was heated in a sealed tube at 150°C for 18 h. After cooling to RT, the reaction mixture was partitioned between EtOAc and brine. The aqueous layer was extracted twice with EtOAc and the combined EtOAc layers were washed with water, dried over  
 20  $Na_2SO_4$ , filtered and concentrated *in vacuo*. The crude compound was purified on a Biotage 40M column (12% EtOAc in hexanes) to give *tert*-butyl 4-(2-formylphenyl) piperazinecarboxylate (0.66 g) as a yellow oil. MS *m/z*: 291 (*M*+*H*). Calc'd for  $C_{16}H_{22}N_2O_3$ : 290.36.

25

**Step 2**

To *tert*-butyl 4-(2-formylphenyl) piperazinecarboxylate (Step 1) (0.6 g, 2.1 mmol), was added dimethylamine (Aldrich) (1.6 mL of a 2.0 M soln in THF, 3.2 mmol) in  
 30  $ClCH_2CH_2Cl$  (15 mL) and  $NaBH(OAc)_3$  (Aldrich) (0.66 g, 3.2

- 200 -

mmol). The reaction was stirred at RT for 2 h. The mixture was partitioned between CH<sub>2</sub>Cl<sub>2</sub> and satd NaHCO<sub>3</sub>. The organic layer was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to give *tert*-butyl 4-{2-  
5 [(dimethylamino)methyl]phenyl} piperazinecarboxylate (0.68 g) as a yellow oil. MS *m/z*: 320 (M+H). Calc'd for C<sub>18</sub>H<sub>29</sub>N<sub>3</sub>O<sub>2</sub>: 319.44.

**Step 3**

10 To *tert*-butyl 4-{2-[(dimethylamino)methyl]phenyl}-piperazine carboxylate (Step 2) (0.68 g, 2.1 mmol) dissolved in CH<sub>2</sub>Cl<sub>2</sub> (12 mL) was added TFA (6 mL). After stirring the reaction at RT for 1 h, the solvent was concentrated *in vacuo* and the  
15 residue was partitioned between CH<sub>2</sub>Cl<sub>2</sub> and satd NaHCO<sub>3</sub>. The organic layer was washed with brine and the combined aqueous layer were extracted with a mixture of CH<sub>2</sub>Cl<sub>2</sub> and 30% MeOH. The combined organic layer was dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to give dimethyl[(2-  
20 piperazinyphenyl)methyl]amine as a yellow oil (0.35 g). MS *m/z*: 220 (M+H). Calc'd for C<sub>13</sub>H<sub>21</sub>N<sub>3</sub>: 219.33.

**Step 4**

(2*R*)-2-Amino-1-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyphenyl)-3-(4-chlorophenyl)propan-1-one was  
25 prepared according to the procedure described in Preparation V using dimethyl[(2-piperazinyphenyl) methyl]amine (Step 3) (0.35 g, 1.4 mmol), Boc-p-Cl-D-Phe-OH (Peptech Corp.) (0.53 g, 1.8 mmol) in CH<sub>2</sub>Cl<sub>2</sub> (7 mL), EDC (Aldrich Chemical Company) (0.37 g, 1.9 mmol) and HOBt (used in place of HOAT)  
30 (Bachem) (0.27 g, 1.8 mmol). After workup as described in Preparation V, the crude compound was dissolved in CH<sub>2</sub>Cl<sub>2</sub> (10 mL) and treated with TFA (5 mL). After stirring the reaction at RT for 1 h, the solvent was concentrated *in vacuo* and the residue was partitioned between CH<sub>2</sub>Cl<sub>2</sub> and

- 201 -

satd NaHCO<sub>3</sub>. The organic layer was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated *in vacuo* to give (2*R*)-2-amino-1-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-3-(4-chlorophenyl)propan-1-one as a yellow oil  
5 (0.53 g). MS *m/z*: 401 (M+H). Calc'd for C<sub>22</sub>H<sub>29</sub>ClN<sub>4</sub>O: 400.94.

**Step 5**

*tert*-Butyl 3-{*N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared according to the procedure described in Preparation V, (2*R*)-2-amino-1-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-3-(4-chlorophenyl)propan-1-one (0.34 g, 0.85 mmol), Boc-L-Tic-OH (Peptech Corp.) (0.26 g, 0.93 mmol), EDC (0.2 g, 1.0 mmol), HOBT (used in place of HOAT) (Bachem) (0.14 g, 0.93 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (4 mL). The crude compound was purified on a Biotage 40S column (CH<sub>2</sub>Cl<sub>2</sub>/MeOH 95:5) to give *tert*-butyl 3-  
15 {*N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}(3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate as a white foam (0.32 g). MS *m/z*: 660 (M+H). Calc'd for C<sub>37</sub>H<sub>46</sub>ClN<sub>5</sub>O<sub>4</sub>: 660.25.

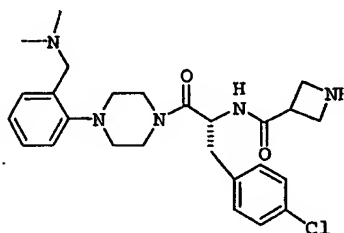
**Step 6**

To *tert*-butyl 3-{*N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}(3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Step 5) (0.31 g, 0.47 mmol) dissolved in dioxane  
30 (0.5 mL) was added 4*N* HCl in dioxane (1 mL). After stirring at RT for 6 h, the solvent was removed *in vacuo*, and the residue was purified by preparative HPLC (Waters Xterra C18 5 micron 100 x 20 mm, 10% to 80% CH<sub>3</sub>CN in H<sub>2</sub>O over 6.0 min, 4.63 min) to give *N*-[(1*R*)-2-(4-{2-

- 202 -

[(dimethylamino)methyl]phenyl)piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide (TFA salt) as a white solid (0.27 g). MS  $m/z$ : 560 (M+H). Calc'd for  $C_{32}H_{38}ClN_5O_2$ : 559.27. Anal. Calcd for  $C_{32}H_{38}ClN_5O_2 \cdot 2.5$  TFA  $\cdot 0.1$  H<sub>2</sub>O: C, 52.47; H, 4.84; N, 8.27; Cl, 4.19. Found: C, 52.26; H, 4.75; N, 8.14; Cl, 4.41.

### Example 92



**N-[(1R)-2-(4-{2-[(dimethylamino)methyl]phenyl}-piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]azetidin-3-ylcarboxamide**

#### Step 1

*tert*-Butyl 3-{N-[(1S)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}azetidinecarboxylate was prepared according to the procedure described in Preparation V by using (2R)-2-amino-1-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-3-(4-chlorophenyl)propan-1-one (Example 91, Step 4) (0.17 g, 0.42 mmol), Boc-azetidine (Peptech Corp.) (0.094 g, 0.47 mmol), EDC (Aldrich) (0.097 g, 0.51 mmol), HOBT (used in place of HOAT) (Bachem) (0.071 g, 0.47 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (2 mL). The crude was purified on a Biotage 40S column (CH<sub>2</sub>Cl<sub>2</sub>/MeOH= 95:5) to give *tert*-butyl 3-{N-[(1S)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}azetidine

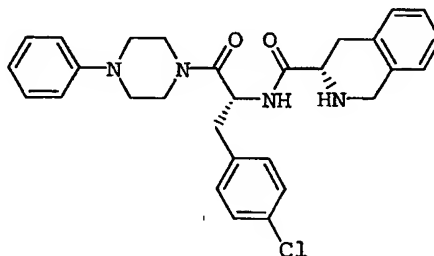
- 203 -

carboxylate as a white solid (0.15 g). MS  $m/z$ : 584 (M+H).  
Calc'd for  $C_{31}H_{42}ClN_5O_4$ : 584.15.

**Step 2**

5 To *tert*-butyl 3-{*N*-[(1*S*)-2-(4-{2-[(dimethylamino) methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}azetidinecarboxylate (Step 1) (0.12 g, 0.2 mmol) dissolved in dioxane (0.2 mL) was added 4*N* HCl in dioxane (0.4 mL). After stirring at RT for 6 h, the solvent  
10 was concentrated *in vacuo* and the residue was purified by preparative HPLC (Waters Xterra  $C_{18}$  5 micron 100x20 mm, 10% to 80%  $CH_3CN$  in  $H_2O$  over 6.0 min) to yield the TFA salt of the desired compound. MS  $m/z$ : 520 (M+HCl). Calc'd for  $C_{26}H_{34}ClN_5O_2$ : 483.24.

15

**Example 93**

20 ***N*-{[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl)ethyl]}[(3*S*)-3,4-tetrahydroisoquinolin-2-yl]carboxamide**

**Step 1**

Following the procedure for the synthesis of Preparation XIX, *N*-{[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl)ethyl]}(*tert*-butoxy)-carboxamide was prepared from Boc-p-Cl-D-Phe-OH (380 mg, 1.3 mmol) (Nova



- 204 -

Biochem), 1-[3-(dimethylamino)-propyl]-3-ethylcarbodiimide methiodide, (770 mg, 2.6 mmol) (Aldrich), HOAT (180 mg, 1.30 mmol) (Aldrich) and 1-phenylpiperazine (200  $\mu$ l, 1.28 mmol) (Aldrich), (570 mg). MS (ESI, pos. ion)  $m/z$ : 444 (M+H),  
5 (ESI, neg. ion)  $m/z$ : 442 (M-H). Calc'd for  $C_{24}H_{30}ClN_3O_3$ : 443.97.

**Step 2**

To *N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl)ethyl}(*tert*-butoxy)carboxamide (Step  
10 1) (573 mg, 1.30 mmol) in 50 mL round bottomed flask equipped with magnetic stirring was added 25 mL of EtOAc satd with HCl, and the reaction mixture was stirred for 1 h. The resulting solid was filtered and washed with hexane. The  
15 solid was dried further in *vacuo* and then added to a 50 mL round bottomed flask equipped with magnetic stirring. DMF (10 mL), DIEA (110  $\mu$ l, 0.631 mmol) (Aldrich), Boc-L-Tic-OH (90 mg, 0.68 mmol) (Peptech), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (396 mg, 1.33 mmol), and HOAT  
20 (90 mg, 0.661 mmol) were added to the reaction flask. The resulting solution was stirred 2 h then worked up as in Preparation XIX. The resulting crude was purified by flash chromatography ( $SiO_2$ , 1:1, hexane-EtOAc) to afford *tert*-butyl 3-(*N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl) ethyl}carbamoyl) (3*S*)-1,2,3,4-  
25 tetrahydroisoquinoline-2-carboxylate (130 mg). MS (ESI, pos. ion)  $m/z$ : 603 (M+H), (ESI, neg. ion)  $m/z$ : 601 (M-H). Calc'd for  $C_{34}H_{39}ClN_4O_4$ : 603.15.

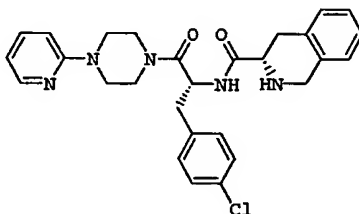
**Step 3**

*tert*-Butyl 3-(*N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl) ethyl}carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 2) (127 mg, 0.211 mmol) was treated with 10 mL of EtOAc satd with HCl in a 50

- 205 -

mL round bottomed flask equipped with magnetic stirring. The resulting solid was filtered, washed with hexane and dried *in vacuo* to yield *N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenyl-piperazinyl)ethyl}((3*S*)(3-1,2,3,4-tetrahydro-isoquinolyl))carboxamide (40 mg). MS (ESI, pos. ion) *m/z*: 503 (M+H), (ESI, neg. ion) *m/z*: 501 (M-H). Calc'd for C<sub>29</sub>H<sub>31</sub>ClN<sub>4</sub>O<sub>2</sub>: 502.21.

#### Example 94



*N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

#### Step 1

*N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl}(tert-butoxy)carboxamide was prepared according to the procedure for Preparation XIX using Boc-*p*-Cl-D-Phe-OH (550 mg, 1.8 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (1.1 g, 3.80 mmol), HOAT (260 mg, 1.9 mmol), DMF (15 mL), and 1-(2-piperidyl)piperazine (280  $\mu$ l, 1.8 mmol) (Aldrich). The crude material was concentrated *in vacuo* to yield 810 mg. MS (ESI, pos. ion) *m/z*: 445 (M+H), (ESI, neg. ion) *m/z*: 443 (M-H). Calc'd for C<sub>23</sub>H<sub>29</sub>ClN<sub>4</sub>O<sub>3</sub>: 444.95.

- 206 -

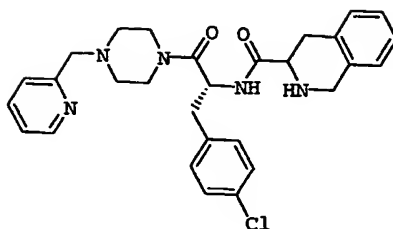
**Step 2**

tert-Butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from N-((1R)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl)(tert-butoxy)-carboxamide (Step 1) (800 mg, 1.80 mmol), following the procedure for Example 93, Step 2 using 25 mL of EtOAc satd with HCl for the first step, and DIEA (240  $\mu$ l, 1.38 mmol), Boc-L-Tic-OH (340 mg, 1.2 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (740 mg, 2.5 mmol), HOAT (184 mg, 1.35 mmol) and DMF (15 mL) for the second step. The crude was purified by flash chromatography (SiO<sub>2</sub>, 1:1, hexane:EtOAc) to yield the title compound (460 mg). MS (ESI, pos. ion) *m/z*: 604 (M+H), (ESI, neg. ion) *m/z*: 602 (M-H). Calc'd for C<sub>33</sub>H<sub>38</sub>ClN<sub>5</sub>O<sub>4</sub>: 604.14.

**Step 3**

N-((1R)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide was prepared according to the procedure used for Preparation XVI using tert-butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl)carbamoyl)(3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 2) (450 mg, 0.745 mmol) and 10 mL HCl satd EtOAc. The resulting solid was purified by preparative HPLC (AcOH buffer) and freeze-dried yielding the acetate salt (410 mg). Mass Spec. *m/z*: 504 (M+H), (ESI, neg. ion) *m/z*: 502 (M-H). Calc'd for C<sub>28</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>2</sub>: 503.21. Anal. Calcd for C<sub>28</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>2</sub>·C<sub>2</sub>H<sub>4</sub>O<sub>2</sub>: C, 63.88; H, 6.08; N, 12.42. Found C, 63.66; H, 6.02; N, 12.64.

- 207 -

**Example 95**

5            ***N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl}-3-1,2,3,4-tetrahydroisoquinolylcarboxamide**

**Step 1**

10        *N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl}(tert-butoxy) carboxamide was prepared according to the procedure for Preparation XIX using (2-pyridylmethyl)piperazine (650 mg, 3.7 mmol) (Array), Boc-*p*-Cl-D-Phe-OH (1.1 g, 3.7 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (2.2 g, 7.2 mmol), HOAT (560 mg, 4.10 mmol) and DMF (15 mL) (730 mg). MS (ESI, pos. ion) *m/z*: 459 (M+H), (ESI, neg. ion) *m/z*: 457 (M-H). Calc'd for C<sub>24</sub>H<sub>31</sub>ClN<sub>4</sub>O<sub>3</sub>: 458.98.

20        **Step 2**

tert-Butyl 3-(*N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)-piperazinyl]ethyl}carbamoyl)-(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from *N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl}(tert-butoxy) carboxamide (Step 1) (270 mg, 0.58 mmol) according to the procedure used for Example 93, Step 2 using 25 mL HCl satd EtOAc, for the first step, then DIEA (100 µl, 0.574 mmol), Boc-L-Tic-OH (82 mg, 0.296 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (101 mg, 0.340 mmol), and HOAT

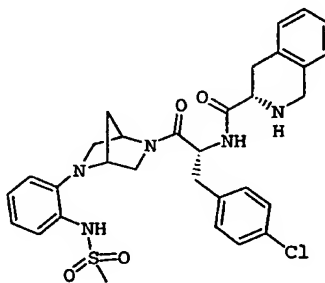
- 208 -

(50 mg, 0.367 mmol) for the second step (139 mg). MS (ESI, pos. ion)  $m/z$ : 618 (M+H), (ESI, neg. ion)  $m/z$ : 616 (M-H). Calc'd for  $C_{34}H_{40}ClN_5O_4$ : 618.17.

### 5 Step 3

*N*-{(1*R*)-1-[(4-Chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl}-3-1,2,3,4-tetrahydroisoquinolylcarboxamide was prepared from *tert*-butyl 3-(*N*-{(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl}carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 2) (140 mg, 0.230 mmol) according to the procedure for Preparation XVI. The crude was purified by preparative HPLC (TFA buffer) to afford the desired product (20 mg) as a TFA salt. MS (ESI, pos. ion)  $m/z$ : 518 (M+H), (ESI, neg. ion)  $m/z$ : 516 (M-H). Calc'd for  $C_{29}H_{32}ClN_5O_2$ : 517.22.

### Example 96



20

*N*-[(1*R*)-2-(2,5-Diaza-5-{2-[(methylsulfonyl)amino]phenyl}bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3*S*)-3-1,2,3,4-tetrahydroisoquinolyl)carboxamide

25

### Step 1

2,5-Diaza-2-(2-nitrophenyl)-5-benzylbicyclo[2.2.1] heptane was prepared according to the procedure for Preparation Ia

- 209 -

using, 2-fluoronitrobenzene (860  $\mu$ l, 8.2 mmol), DIEA (5.3 mL, 30 mmol), and (1*S*, 4*S*)-2-benzyl-2,5-diazabicyclo[2.2.1]heptane dihydrobromide (3.0 g, 8.6 mmol) (Aldrich) and DMF (100 mL). The crude was purified by flash  
5 chromatography (SiO<sub>2</sub>, 2:1 hexane:EtOAc) to yield 685 mg. MS (ESI, pos. ion) *m/z*: 310 (M+H), (ESI, neg. ion) *m/z*: 308 (M-H). Calc'd for C<sub>18</sub>H<sub>19</sub>N<sub>3</sub>O<sub>2</sub>: 309.36.

**Step 2**

10 2-[2,5-Diaza-5-benzylbicyclo[2.2.1]hept-2-yl]-phenylamine was prepared according to the procedure for Preparation II using 2,5-diaza-2-(2-nitrophenyl)-5-benzylbicyclo[2.2.1]heptane (Step 1) (690 mg, 2.2 mmol) and SnCl<sub>2</sub>·H<sub>2</sub>O (2.2 g, 9.8 mmol). MS (ESI, pos. ion) *m/z*: 280  
15 (M+H), (ESI, neg. ion) *m/z*: 278 (M-H). Calc'd for C<sub>18</sub>H<sub>21</sub>N<sub>3</sub>: 279.38.

**Step 3**

{2-[2,5-Diaza-5-benzylbicyclo[2.2.1]hept-2-yl]phenyl}-  
20 (methylsulfonyl)amine was prepared from 2-[2,5-diaza-5-benzylbicyclo[2.2.1]hept-2-yl]phenylamine (Step 2) (690 mg, 2.5 mmol) according to the procedure for Preparation III using methanesulfonyl chloride (190  $\mu$ l, 2.46 mmol) and pyridine (220  $\mu$ l, 2.72 mmol). The crude mix was purified by  
25 flash chromatography (SiO<sub>2</sub>, 3% MeOH in CH<sub>2</sub>Cl<sub>2</sub>) to afford the desired sulfonamide (533 mg). MS (ESI, pos. ion) *m/z*: 358 (M+H), (ESI, neg. ion) *m/z*: 356 (M-H). Calc'd for C<sub>19</sub>H<sub>23</sub>N<sub>3</sub>O<sub>2</sub>S: 357.47.

**Step 4**

[2-(2,5-Diazabicyclo[2.2.1]hept-2-yl)phenyl]  
(methylsulfonyl)amine (180 mg) was prepared according to the  
procedure for Preparation IV using {2-[2,5-diaza-5-benzylbicyclo[2.2.1]hept-2-yl]phenyl}- (methylsulfonyl)amine

- 210 -

(Step 3) (530 mg, 1.5 mmol), 10% Pd/C (450 mg) and  $\text{HCO}_2\text{NH}_4$  (520 mg, 8.30 mmol). MS (ESI, pos. ion)  $m/z$ : 268 (M+H), (ESI, neg. ion)  $m/z$ : 266 (M-H). Calc'd for  $\text{C}_{12}\text{H}_{17}\text{N}_3\text{O}_2\text{S}$ : 267.10.

5

**Step 5**

*N*-[(1*R*)-2-(2,5-Diaza-5-{2-[(methylsulfonyl)amino]phenyl})bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl) methyl]-2-oxoethyl](*tert*-butoxy)carboxamide was prepared according to the procedure for Preparation XIX using [2-(2,5-diazabicyclo[2.2.1]hept-2-yl)phenyl] (methylsulfonyl)amine (Step 4) (176 mg, 0.658 mmol), *p*-Cl-D-Phe-OH (210 mg, 0.700 mmol), 1-(3-dimethylamino-propyl)-3-ethylcarbodiimide methiodide (351 mg, 1.181 mmol) and HOAT (92 mg, 0.676 mmol). The crude was concentrated in vacuo to yield 369 mg, and used as is in the next step. MS (ESI, pos. ion)  $m/z$ : 549 (M+H), (ESI, neg. ion)  $m/z$ : 547 (M-H). Calc'd for  $\text{C}_{26}\text{H}_{33}\text{ClN}_4\text{O}_5\text{S}$ : 549.08.

20 **Step 6**

*N*-[(1*R*)-2-(2,5-Diaza-5-{2-[(methylsulfonyl)amino]phenyl})bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl)-methyl]-2-oxoethyl](*tert*-butoxy)carboxamide (Step 5) (369 mg, 0.672 mmol) was treated with satd HCl in EtOAc as described in Preparation XVI. The resulting crude material was diluted with EtOAc and washed with 10%  $\text{Na}_2\text{CO}_3$  soln. The organic layer was separated, dried over  $\text{Na}_2\text{SO}_4$ , filtered and concentrated in vacuo. Using this material, *tert*-butyl 3-{*N*-[(1*R*)-2-(2,5-diaza-5-{2-[(methylsulfonyl)amino]phenyl})bicyclo [2.2.1]hept-2-yl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl}carbamoyl}(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared according to the procedure for Preparation XIX from Boc-L-Tic-OH (194 mg, 0.699 mmol), HOAT (94 mg, 0.691 mmol), 1-(3-

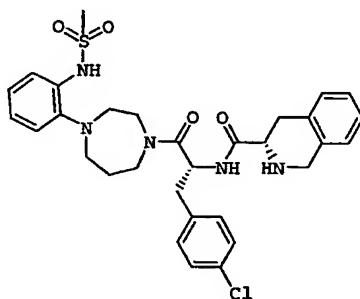
- 211 -

dimethylamino-propyl)-3-ethylcarbodiimide methiodide (415 mg, 1.396 mmol) and DMF (5 mL). The crude was purified by flash chromatography (SiO<sub>2</sub>, 20% EtOAc in CH<sub>2</sub>Cl<sub>2</sub>) to afford the desired compound (250 mg). MS (ESI, pos. ion) *m/z*: 708 (M+H), (ESI, neg. ion) *m/z*: 706 (M-H). Calc'd for C<sub>36</sub>H<sub>42</sub>ClN<sub>5</sub>O<sub>6</sub>S: 708.27.

**Step 7**

*N*-[(1*R*)-2-(2,5-Diaza-5-{2-[(methylsulfonyl)amino]phenyl}bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]((3*S*)-(3-1,2,3,4-tetrahydro-isoquinolyl))carboxamide was prepared from *tert*-butyl 3-{*N*-[(1*R*)-2-(2,5-diaza-5-{2-[(methylsulfonyl)amino]phenyl}bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]carbamoyl}(3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Step 6) (250 mg, 0.35 mmol) according to the procedure for Preparation XVI. The crude was purified by preparative HPLC (TFA buffer) to afford the desired product as the TFA salt (50 mg). MS (ESI, pos. ion) *m/z*: 608 (M+H), (ESI, neg. ion) *m/z*: 606 (M-H). Calc'd for C<sub>31</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S: 607.20. Anal. Calcd for C<sub>31</sub>H<sub>34</sub>ClN<sub>5</sub>O<sub>4</sub>S·1.5C<sub>2</sub>H<sub>4</sub>F<sub>3</sub>O<sub>2</sub>·H<sub>2</sub>O: C, 51.23; H, 4.74; N, 8.78; Cl, 4.45; Found C, 50.96; H, 4.56; N, 8.57; Cl, 4.46.

25

**Example 97**



- 212 -

*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-[4-{2-[(methylsulfonyl)amino]phenyl}(1,4-diazaperhydroepinyl))-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide

### 5 Step 1

To a 500 mL round-bottomed flask equipped with magnetic stirring was added homopiperazine (8.315 g, 83 mmol) (Aldrich) and DMF (200 mL). This solution was heated in a 45°C oil bath and 2-fluoronitrobenzene (1.8 mL, 17 mmol) was  
10 added over 5 min. The reaction was stirred for 16 h, diluted with 400 mL EtOAc and washed with 1N NaOH (2 x 300 mL). The organic layer was concentrated *in vacuo* to afford 1-(2-nitrophenyl)-1,4-diaza-perhydroepine (3.8 g). MS (ESI, pos. ion) *m/z*: 222 (M+H), (ESI, neg. ion) *m/z*: 220 (M-H).  
15 Calc'd for C<sub>11</sub>H<sub>15</sub>N<sub>3</sub>O<sub>2</sub>: 221.26.

### Step 2

1-(2-Nitrophenyl)-1,4-diazaperhydroepine (Step 1) (1.7 g, 7.8 mmol) was treated according to the procedure for Preparation  
20 XIX using p-Cl-D-Phe-OH (2.4 g, 7.8 mmol), 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (4.82 g, 16.2 mmol), HOAT (1.09 g, 7.99 mmol), and DMF (50 mL) to yield *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)(1,4-diaza-perhydroepinyl)]-2-oxoethyl](tert-butoxy)-carboxamide. MS (ESI, pos. ion) *m/z*: 503 (M+H),  
25 (ESI, neg. ion) *m/z*: 501 (M-H). Calc'd for C<sub>25</sub>H<sub>31</sub>ClN<sub>4</sub>O<sub>5</sub>: 502.99.

### Step 3

30 *N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-nitrophenyl)(1,4-diazaperhydroepinyl)]-2-oxoethyl(tert-butoxy)carboxamide (Step 2) (1.37 g, 2.72 mmol) was treated with EtOAc satd with HCl as described in Preparation XVI. The resulting crude material was diluted with EtOAc and washed with satd NaHCO<sub>3</sub>.

- 213 -

soln. The organic layer was separated, dried over Na<sub>2</sub>SO<sub>4</sub>, filtered and concentrated in vacuo. Using this material, tert-butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)(1,4-diazaperhydroepinyl)]-2-

- 5 oxoethyl)carbamoyl) (3S)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate was prepared according to the procedure for Preparation XIX using Boc-L-Tic-OH (790 mg, 2.85 mmol), HOAT (385 mg, 2.83 mmol) and 1-(3-dimethylaminopropyl)-3-ethylcarbodiimide methiodide (1.695 g, 5.70 mmol). The  
10 crude material was purified by flash chromatography (SiO<sub>2</sub>, 2:1 Hexane:EtOAc) to afford the desired material (1.2 g). MS (ESI, pos. ion) m/z: 662 (M+H), (ESI, neg. ion) m/z: 660 (M-H). Calc'd for C<sub>35</sub>H<sub>40</sub>ClN<sub>4</sub>O<sub>6</sub>: 662.17.

15 **Step 4**

- tert-Butyl 3-(N-((1R)-2-[4-(2-aminophenyl)(1,4-diazaperhydroepinyl)]-1-[(4-chlorophenyl)methyl]-2-oxoethyl)carbamoyl) (3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared from tert-butyl 3-(N-((1R)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)(1,4-diazaperhydroepinyl)]-2-oxoethyl)carbamoyl) (3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 3) (1.2 g, 1.8 mmol) and SnCl<sub>2</sub>·2H<sub>2</sub>O (1.6 g, 7.2 mmol), according to the procedure for Preparation II. The crude was purified by  
20 flash chromatography (SiO<sub>2</sub>, 20% EtOAc in CH<sub>2</sub>Cl<sub>2</sub>) to afford the desired material (590 mg). MS (ESI, pos. ion) m/z: 632 (M+H), (ESI, neg. ion) m/z: 630 (M-H). Calc'd for C<sub>35</sub>H<sub>42</sub>ClN<sub>5</sub>O<sub>4</sub>: 632.19.

30 **Step 5**

tert-Butyl 3-(N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{(methanesulfonyl)amino}phenyl)(1,4-diaza-perhydroepinyl))-2-oxoethyl]carbamoyl) (3S)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate was prepared according to the procedure for

- 214 -

Preparation III using *tert*-butyl 3-(*N*-{(1*R*)-2-[4-(2-aminophenyl)(1,4-diazaperhydroepinyl)]-1-[(4-chlorophenyl)methyl]-2-oxoethyl}carbamoyl)(3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (Step 4) (390 mg, 0.61 mmol), methanesulfonyl chloride (52  $\mu$ l, 0.67 mmol) and pyridine (60  $\mu$ l, 0.74 mmol). The crude was isolated (400 mg). MS (ESI, pos. ion) *m/z*: 710 (M+H), (ESI, neg. ion) *m/z*: 708 (M-H). Calc'd for C<sub>36</sub>H<sub>44</sub>ClN<sub>5</sub>O<sub>6</sub>: 710.28.

10

**Step 6**

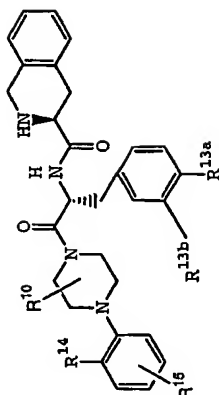
*N*-[(1*R*)-1-[(4-Chlorophenyl)methyl]-2-(4-{2-[(methanesulfonyl)amino]phenyl}(1,4-diaza-perhydroepinyl))-2-oxoethyl](3*S*)-1,2,3,4-tetrahydro-isoquinolyl)carboxamide was prepared from *tert*-butyl 3-{*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methanesulfonyl)amino]phenyl}(1,4-diaza-perhydro-epinyl))-2-oxoethyl}carbamoyl}(3*S*)-1,2,3,4-tetrahydro-isoquinoline-2-carboxylate (Step 5) (400 mg, 0.56 mmol) according to the procedure for Preparation XVI. The crude product was purified by preparative HPLC to yield the desired material as the acetate salt (7 mg). MS (ESI, pos. ion) *m/z*: 610 (M+H), (ESI, neg. ion) *m/z*: 608 (M-H). Calc'd for C<sub>31</sub>H<sub>36</sub>ClN<sub>5</sub>O<sub>4</sub>S: 609.22.

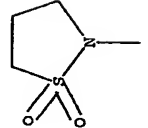
25

Other compounds included in this invention are set forth in Tables 1-8 below.

215

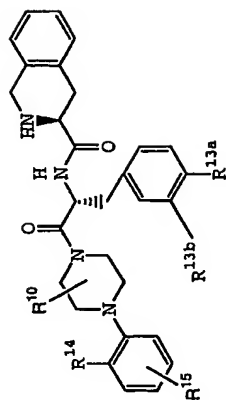
Table 1.



5	#	R <sup>14</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>
	98.	methylsulfonylamino	H	H	Cl	H
	99.	N-propyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H
	100.	N-propyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Br	H
	101.	N,N-di (CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H
10	102.	N-(methylsulfonyl)-N-(aminoethyl) amino	H	H	Cl	Cl
	103.	methylsulfonylamino	H	3-cypCH <sub>2</sub> NHC=OCH <sub>2</sub> -	Cl	H
	104.	2-pyridylcarbonylamino	H	H	Cl	H
	105.	benzylaminocarbonyl	H	H	Cl	H
	106.		H	H	Cl	H
15	107.	N-methyl-N-methylcarbonylamino	H	H	Cl	H
	108.	N-propyl-N-methylsulfonylamino	H	H	Cl	H

216

Table 1. cont.

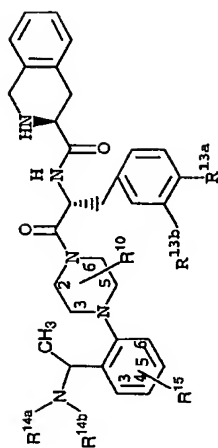


5	#	R <sup>14</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>
	109.	methylsulfonylamino	H	3-NH <sub>2</sub> -(CH <sub>2</sub> ) <sub>2</sub> NHC=OCH <sub>2</sub> -	Cl	H
	110.	N-(CypCH <sub>2</sub> )-N-(MeSO <sub>2</sub> ) aminomethyl	H	H	Cl	H
	111.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	H	Cl	H
	112.	N-(phenylpropyl)-N-(MeSO <sub>2</sub> ) amino	H	H	Cl	H
10	113.	methylsulfonylamino	4-CF <sub>3</sub>	H	Cl	H
	114.	methylcarbonyl	H	H	Cl	H
	115.	CH <sub>3</sub> C=ONH	H	H	Cl	H
	116.	MeSO <sub>2</sub> NH-	H	3-phenyl(CH <sub>2</sub> ) <sub>2</sub> NHC=OCH <sub>2</sub> -	Cl	H
	117.	methoxy	H	H	Cl	H
15	118.	amino	H	H	Cl	H

- 217 -

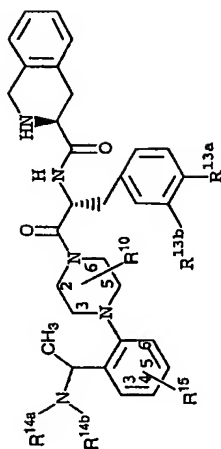
217

Table 2.



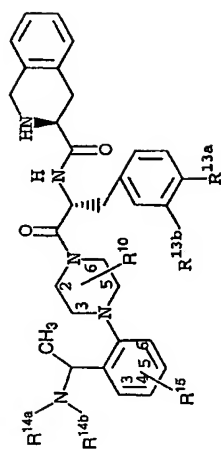
#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>
119.	cyclopropylmethyl	methyl	H	H	Cl	H
120.	cyclopropylmethyl	H	H	H	Cl	H
121.	methylcarbonyl	methyl	H	H	Cl	H
122.	isobutyl	methyl	H	H	Cl	H
123.	propyl	methyl	H	H	Cl	H
124.	methylsulfonyl	methyl	H	H	Cl	H
125.	ethyl	methyl	H	H	Cl	H
126.	ethoxycarbonylcyclopropylmethyl	methyl	H	H	Cl	H
127.	isopentyl	methyl	H	H	Cl	H
128.	4-methylcarbonylaminobenzyl	methyl	H	H	Cl	H
129.	methyl	H	4-Br	H	Cl	H
130.	methyl	methyl	H	H	Cl	H

Table 2. cont



#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>
131.	3-thienylmethyl	methyl	H	H	Cl	H
132.	benzyloxyethyl	methyl	H	H	Cl	H
133.	2-methoxybenzyl	methyl	H	H	Cl	H
134.	methyl	H	H	H	Cl	H
135.	4-pyridylmethyl	methyl	H	H	Cl	H
136.	2-pyrrolidinylmethyl	methyl	H	H	Cl	H
137.	3-methoxybenzyl	methyl	H	H	Cl	H
138.	benzyl	methyl	H	H	Cl	H
139.	aminoethyl	methyl	H	H	Cl	H
140.	4-methoxybenzyl	methyl	H	H	Cl	H
141.	cyclohexylmethyl	methyl	H	H	Cl	H
142.	2-aminopropyl	methyl	H	H	Cl	H

Table 2. cont

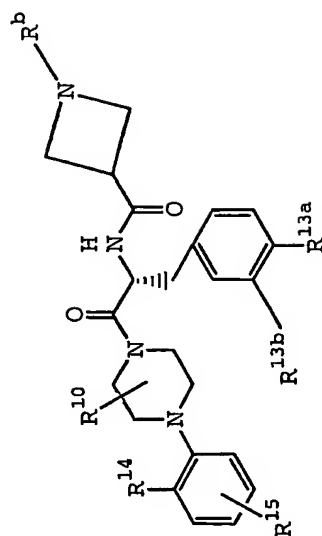


#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>
143. methylamino		methyl	H	H	Cl	H
144. 3-cyanobenzyl		methyl	H	H	Cl	H
145. isopropyl		methyl	H	H	Cl	H
146. CypCH <sub>2</sub> -		methylcarbonyl	H	H	Cl	H
147. methylcarbonyl		methyl	H	H	Cl	H



220

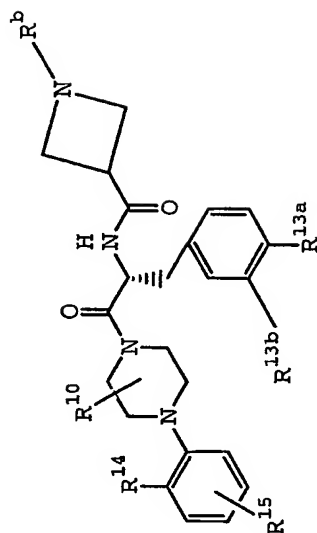
Table 3.



5	#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
10	148.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	isobutyl
	149.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
	150.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	-CH <sub>2</sub> cyp
	151.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	butyl
	152.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	pentyl
	153.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	-CH <sub>2</sub> chxl
	154.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	ethyl
	155.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	methyl
	156.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	isopropyl

221

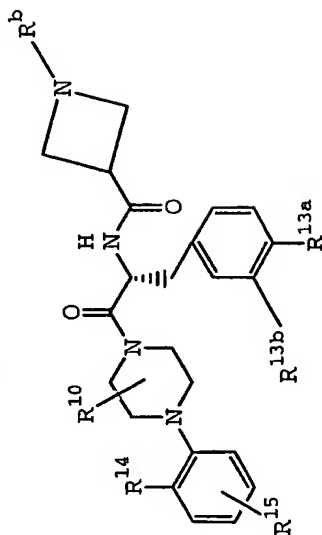
Table 3. cont.



#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
157.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Cl	H	benzyl
5 158.	N-(CH <sub>3</sub> SO <sub>2</sub> ) amino	H	H	Cl	H	H
159.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino-	H	H	Cl	H	propyl
160.	1,2,3-triazol-2-yl-CH <sub>2</sub> -	H	H	Cl	H	H
161.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub> -	H	H	Cl	H	Boc
162.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub> -	H	H	Cl	H	H
10 163.	1-imidazolylCH <sub>2</sub> -	H	H	Cl	H	H
164.	1-tetrazolylCH <sub>2</sub> -	H	H	Cl	H	H
165.	2,5-dimethylpyrrolidin-1-yl	H	H	Cl	H	H
166.	2-oxo-pyrrolidin-1-ylmethyl	H	H	Cl	H	H
167.	2-oxo-pyrrolidin-5-ylmethyl	H	H	Cl	H	isopropyl
15 168.	2-oxo-pyrrolidin-1-ylmethyl	H	H	Cl	H	ethyl

222

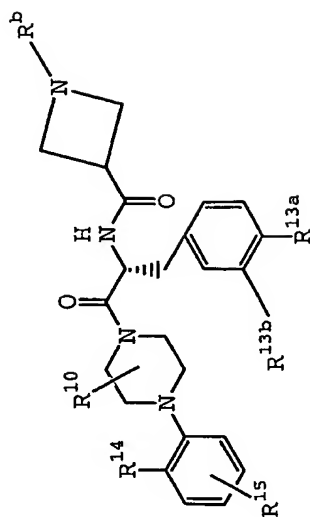
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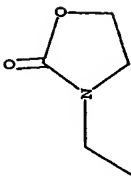


#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
169.	2-oxo-pyrrolidin-1-ylmethyl	H	H	Cl	H	CypCH <sub>2</sub> -
5 170.	2-oxo-pyrrolidin-1-ylmethyl	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
171.	8-aza-bicyclo[3.2.1]oct-8-ylmethyl	H	H	Cl	H	H
172.	8-aza-bicyclo[3.2.1]oct-8-ylmethyl	H	H	Cl	H	isopropyl
173.	8-aza-bicyclo[3.2.1]oct-8-ylmethyl	H	H	Cl	H	ethyl
174.	8-aza-bicyclo[3.2.1]oct-8-ylmethyl	H	H	Cl	H	CypCH <sub>2</sub> -
10 175.	8-aza-bicyclo[3.2.1]oct-8-ylmethyl	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
176.	phenoxymethyl	H	H	Cl	H	H
177.	1-methylpiperazin-4-ylCH <sub>2</sub> -	H	H	Cl	H	H
178.	2,6-dimethylpiperdin-1-ylCH <sub>2</sub> -	H	H	Cl	H	H
179.	3-pyridyloxymethyl	H	H	Cl	H	H
15 180.	1,2,3-triazol-2-ylCH <sub>2</sub> -	H	H	Cl	H	isopropyl

223

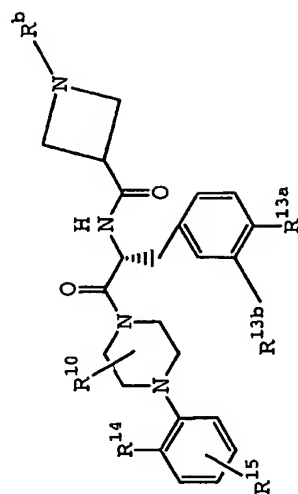
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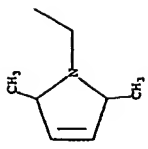
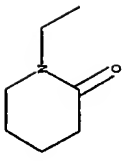
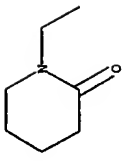


#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
181.	1,2,3-triazol-2-ylCH <sub>2</sub> -	H	H	Cl	H	H
182.	1,2,3-triazol-2-ylCH <sub>2</sub> -	H	H	Cl	H	CypCH <sub>2</sub> -
183.	1,2,4-triazol-1-ylCH <sub>2</sub> -	H	H	Cl	H	H
184.	pyridyl-2-one-CH <sub>2</sub> -	H	H	Cl	H	H
185.	1,2,3-triazol-2-ylCH <sub>2</sub> -	H	H	Cl	H	isobutyl
186.	4-morpholinoCH <sub>2</sub> -	H	H	Cl	H	H
187.	2-CH <sub>3</sub> -imidazol-1-ylCH <sub>2</sub> -	H	H	Cl	H	H
188.		H	H	Cl	H	H
189.	2-propylimidazol-1-yl-CH <sub>2</sub> -	H	H	Cl	H	H
190.	1-piperidylCH <sub>2</sub> -	H	H	Cl	H	H

224

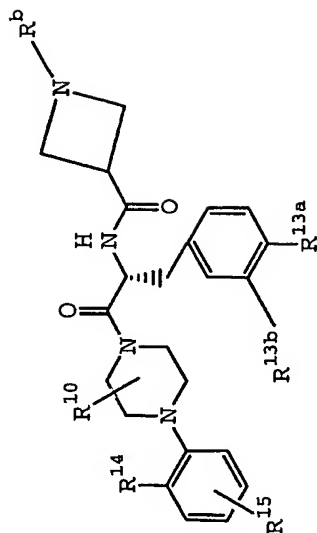
Table 3. cont.



#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
5	191. 1-pyrrolidinylCH <sub>2</sub> -	H	H	Cl	H	H
	192. N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H	H
	193. 2-isopropylimidazol-1-ylCH <sub>2</sub> -	H	H	Cl	H	H
	194. 1,2,3-triazol-2-ylCH <sub>2</sub> -	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
						
10	195. 	H	H	Cl	H	H
	196. 	H	H	Cl	H	H
	197. 1,2,3-triazol-2-ylCH <sub>2</sub>	H	H	Cl	H	chxl

225

Table 3. cont.

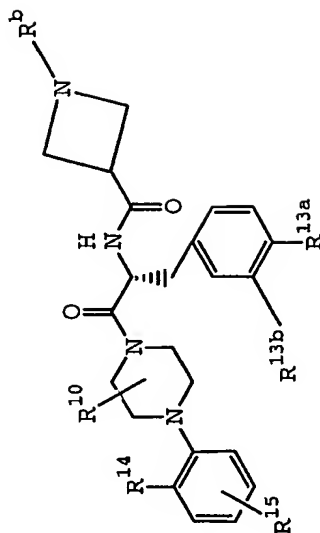


#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
198.	N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H	cycloheptyl
199.	N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H	morpholino
200.	N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H	2-(ethyl)butyl
201.	N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	H	Cl	H	chxl
202.	1-pyrazolyl-CH <sub>2</sub> -	H	H	Cl	H	CypCH <sub>2</sub> -
203.	1-pyrazolyl-CH <sub>2</sub> -	H	H	Cl	H	ethyl
204.	1-pyrazolyl-CH <sub>2</sub> -	H	H	Cl	H	H
205.	1-pyrazolyl-CH <sub>2</sub> -	H	H	Cl	H	isopropyl
206.	1,2,3-triazol-1-ylCH <sub>2</sub> -	H	H	Cl	H	isopropyl
207.	N-propyl-N-(CypCH <sub>2</sub> ) aminoCH <sub>2</sub> -	H	H	Cl	H	isobutyl
208.	N-propyl-N-(CypCH <sub>2</sub> ) aminoCH <sub>2</sub> -	H	H	Cl	H	ethyl
209.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub>	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>

- 225 -

226

Table 3. cont.



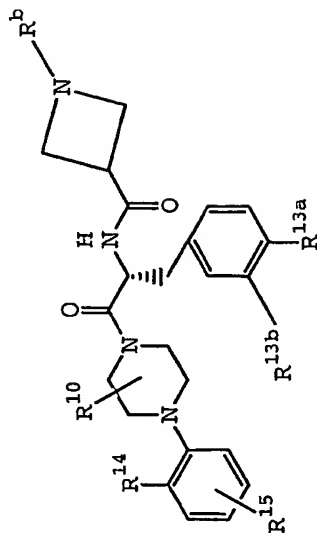
#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
210.	1, 2, 3-triazol-1-ylCH <sub>2</sub>	H	H	Cl	H	isobutyl
211.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	isobutyl
212.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
213.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	-CH <sub>2</sub> cyp
214.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	butyl
215.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	pentyl
216.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	-CH <sub>2</sub> chxl
217.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	ethyl
218.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	methyl
219.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	isopropyl
220.	N-(CH <sub>3</sub> SO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) amino	H	H	Br	H	H
221.	N-(CypCH <sub>2</sub> )-N-(MeSO <sub>2</sub> ) amino-	H	H	Cl	H	cyclopentyl

15

- 227 -

227

Table 3. cont.

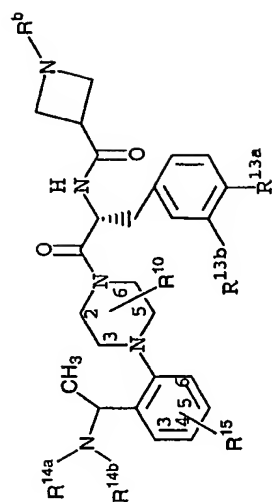


#	R <sup>14</sup>	R <sup>10</sup>	R <sup>15</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
222.	N-(CypCH <sub>2</sub> )-N-(MeSO <sub>2</sub> ) amino-	H	H	Cl	H	2-butyl
223.	1,2,3-triazol-1-ylCH <sub>2</sub> -	H	H	Cl	H	ethyl
224.	1,2,3-triazol-1-ylCH <sub>2</sub>	H	H	Cl	H	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
225.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub> -	H	H	Br	H	Boc
226.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub> -	H	H	Br	H	H
227.	N-(CypCH <sub>2</sub> )-N-propylaminoCH <sub>2</sub> -	H	4-F	Cl	H	H



228

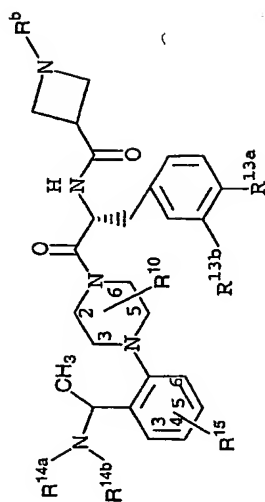
Table 4.



5	#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
10	228.	cyclopropylmethyl	methyl	H	H	Cl	H	H
	229.	cyclopropylmethyl	H	H	H	Cl	H	H
	230.	methylcarbonyl	methyl	H	H	Cl	H	CypCH <sub>2</sub>
	231.	isobutyl	methyl	H	H	Cl	H	H
	232.	propyl	methyl	H	H	Cl	H	H
15	233.	methylsulfonyl	methyl	H	H	Cl	H	H
	234.	ethyl	methyl	H	H	Cl	H	H
	235.	ethoxycarbonylcyclopropylmethyl	methyl	H	H	Cl	H	H
	236.	isopentyl	methyl	H	H	Cl	H	H
	237.	4-methylcarbonylaminobenzyl	methyl	H	H	Cl	H	H
15	238.	methyl	H	4-Br	H	Cl	H	H
	239.	methylcarbonyl	methyl	H	H	Cl	H	isobutyl

229

Table 4. cont.

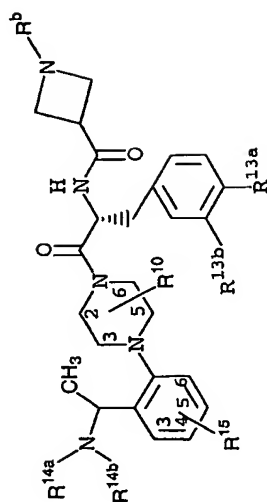


5

#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
240.	methylcarbonyl	methyl	H	H	Cl	H	ethyl
241.	methylcarbonyl	methyl	H	H	Cl	H	H
242.	methylcarbonyl	methyl	H	H	Cl	H	isopropyl
243.	cyclohexylmethyl	methyl	H	H	Cl	H	H
244.	methyl	methyl	H	H	Cl	H	H

10

Table 4. cont

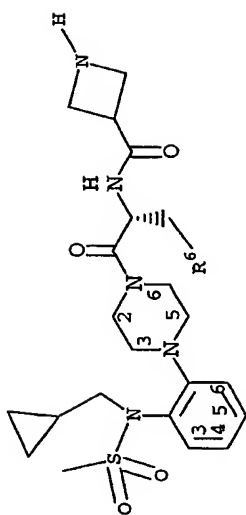


#	R <sup>14a</sup>	R <sup>14b</sup>	R <sup>15</sup>	R <sup>10</sup>	R <sup>13a</sup>	R <sup>13b</sup>	R <sup>b</sup>
245.	3-thienylmethyl	methyl	H	H	Cl	H	H
246.	benzyloxyethyl	methyl	H	H	Cl	H	H
247.	2-methoxybenzyl	methyl	H	H	Cl	H	H
248.	methyl	H	H	H	Cl	H	H
249.	4-pyridylmethyl	methyl	H	H	Cl	H	H
250.	2-pyrrolidinylmethyl	methyl	H	H	Cl	H	H
251.	3-methoxybenzyl	methyl	H	H	Cl	H	H
252.	benzyl	methyl	H	H	Cl	H	H
253.	aminoethyl	methyl	H	H	Cl	H	H
254.	4-methoxybenzyl	methyl	H	H	Cl	H	H

- 231 -

231

Table 5.

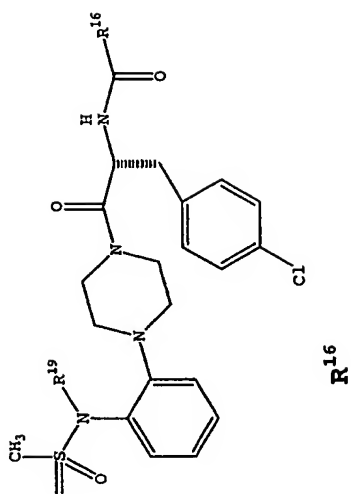


5 #	R <sup>6</sup>
255.	4-bromophenyl
256.	2-naphthyl
257.	1,4-biphenyl
258.	1-naphthyl
10 259.	3,4-dichlorophenyl
260.	4-methoxyphenyl
261.	4-iodophenyl
262.	3-chlorophenyl
263.	4-trifluoromethylphenyl
15 264.	3-pyridyl

- 232 -

232

Table 6



#	R <sup>19</sup>	R <sup>16</sup>
265.	-CH <sub>2</sub> cyp	6-quinolyl
266.	-CH <sub>2</sub> cyp	4-(benzyloxy) phenyl
267.	-CH <sub>2</sub> cyp	-CH <sub>2</sub> CH <sub>2</sub> NHCH <sub>3</sub>
268.	-CH <sub>2</sub> cyp	3,4-dimethoxyphenyl
269.	-CH <sub>2</sub> cyp	4-(phenoxy) phenyl
270.	-CH <sub>2</sub> cyp	-CH <sub>2</sub> CH <sub>2</sub> NH <sub>2</sub>
271.	-CH <sub>2</sub> cyp	4-piperidyl
272.	-CH <sub>2</sub> cyp	4-fluorophenyl
273.	-CH <sub>2</sub> cyp	4-(1-pyrrolyl) phenyl
274.	-CH <sub>2</sub> cyp	5-methoxyindol-2-yl
275.	-CH <sub>2</sub> cyp	3-quinolyl

5

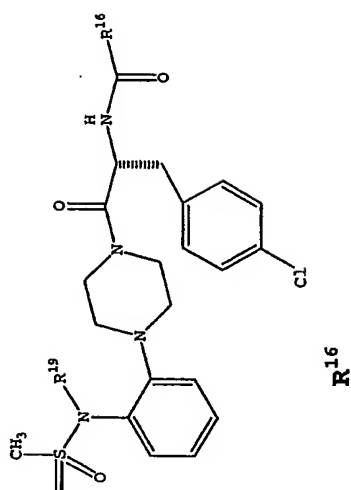
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- 233 -

233

Table 6 cont.

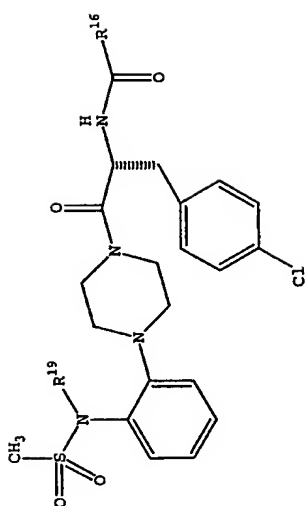


#	R <sup>19</sup>	R <sup>16</sup>
276.	-CH <sub>2</sub> cyp	3-cyanophenyl
277.	-CH <sub>2</sub> cyp	4-(1-isobutyl)piperidyl
278.	-CH <sub>2</sub> cyp	4-(1-ethyl)piperidyl
279.	propyl	3-fluorophenyl-CH <sub>2</sub> -
280.	-CH <sub>2</sub> cyp	3-methoxyphenyl
281.	propyl	2-CF <sub>3</sub> -phenyl-CH <sub>2</sub> -
282.	-CH <sub>2</sub> cyp	2-methylthiophenyl
283.	-CH <sub>2</sub> cyp	-CH(CH <sub>3</sub> )phenyl
284.	-CH <sub>2</sub> cyp	3,4-dimethoxyphenyl-CH <sub>2</sub> CH <sub>2</sub>
285.	-CH <sub>2</sub> cyp	3-fluorophenyl
286.	-CH <sub>2</sub> cyp	4-pyridyl

- 234 -

234

Table 6 cont..



#	R <sup>19</sup>	R <sup>16</sup>
287.	-CH <sub>2</sub> cyp	4-(1-methyl)piperidyl
288.	-CH <sub>2</sub> cyp	3-(aminomethyl)phenyl
289.	-CH <sub>2</sub> cyp	2-methylthio pyrid-3-yl
290.	-CH <sub>2</sub> cyp	1-aminochxl
291.	-CH <sub>2</sub> cyp	(1-phenyl)aminomethyl
292.	-CH <sub>2</sub> cyp	3-tetrahydrofuranyl
293.	-CH <sub>2</sub> cyp	2-thienyl
294.	-CH <sub>2</sub> cyp	2-indolyl
295.	-CH <sub>2</sub> cyp	cyclohexyl
296.	-CH <sub>2</sub> cyp	2-aminoethyl
297.	-CH <sub>2</sub> cyp	3-piperidyl

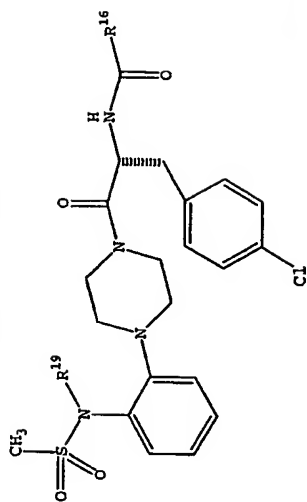
5

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235

Table 6 cont.



#	R <sup>19</sup>	R <sup>16</sup>
298.	-CH <sub>2</sub> cyp	phenyl
299.	-CH <sub>2</sub> cyp	4-chlorophenyl
300.	-CH <sub>2</sub> cyp	2-(4-pyridyl) oxazolyl
301.	propyl	3-fluorophenyl
302.	propyl	2-fluorophenyl
303.	-CH <sub>2</sub> cyp	2-naphthyl
304.	-CH <sub>2</sub> cyp	3-indolyl
305.	-CH <sub>2</sub> cyp	3-pyridyl
306.	-CH <sub>2</sub> cyp	3-isoquinolyl
307.	-CH <sub>2</sub> cyp	1-methylcyclopropyl
308.	-CH <sub>2</sub> cyp	2-chlorophenyl

5

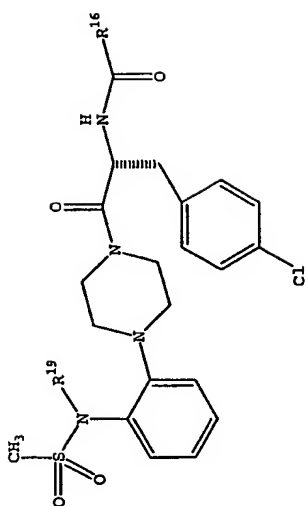
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236

Table 6 cont.

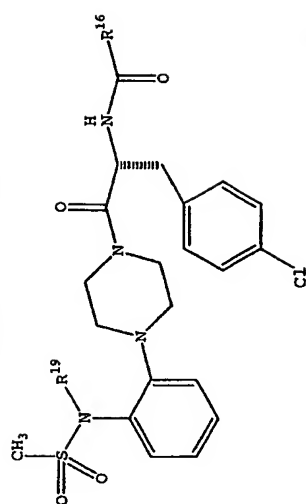


#	R <sup>19</sup>	R <sup>16</sup>
309.	-CH <sub>2</sub> cyp	phenyl (1-amino) ethyl
310.	-CH <sub>2</sub> cyp	2-(1,2,3,4-tetrahydronaphthyl)
311.	-CH <sub>2</sub> cyp	phenyl-HC=C(CH <sub>3</sub> )-
312.	-CH <sub>2</sub> cyp	isopropyl
313.	-CH <sub>2</sub> cyp	phenyl-CH(CH <sub>3</sub> )CH <sub>2</sub> -
314.	-CH <sub>2</sub> cyp	phenyl (1-hydroxy) ethyl
315.	-CH <sub>2</sub> cyp	3-indolyethyl
316.	propyl	2-fluorophenylethyl
317.	-CH <sub>2</sub> cyp	1-phenoxypropyl
318.	-CH <sub>2</sub> cyp	-CH <sub>2</sub> C(CH <sub>3</sub> ) <sub>3</sub>
319.	propyl	1-(4-fluoronaphthyl)

- 237 -

237

Table 6 cont..



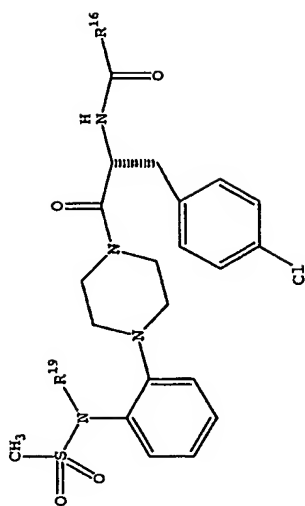
#	R <sup>19</sup>	R <sup>16</sup>
320.	H	4-aminochxl
321.	-CH <sub>2</sub> cyp	2-benzothienyl
322.	-CH <sub>2</sub> cyp	2-(1-methylindolyl)
323.	-CH <sub>2</sub> cyp	5-(4-chloro-1,3-dimethyl)pyridylpyrazolyl
324.	-CH <sub>2</sub> cyp	2-indanylCH <sub>2</sub> -
325.	H	3-aminocyclopentyl-
326.	H	5-indolyl
327.	-CH <sub>2</sub> cyp	phenyl (1-methylamino) ethyl
328.	-CH <sub>2</sub> cyp	3-indolylCH <sub>2</sub> -
329.	-CH <sub>2</sub> cyp	2-(7-pyridyl) oxazolyl

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238

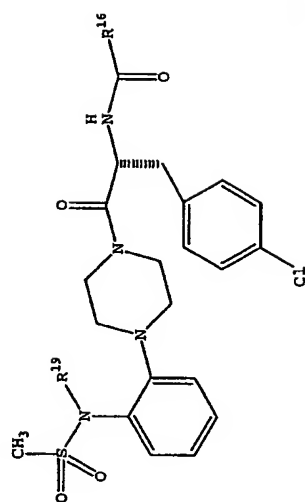
Table 6 cont..



#	R <sup>19</sup>	R <sup>16</sup>
330.	-CH <sub>2</sub> cyp	2-benzoxazolyl
331.	-CH <sub>2</sub> cyp	2-methoxyphenyl
332.	-CH <sub>2</sub> cyp	3-(phenoxy)phenyl
333.	-CH <sub>2</sub> cyp	2-benzofuran
334.	H	3-pyridylethyl
335.	H	1-methyl-5-pyridyl-2-oxo-pyrrolidin-4-yl
336.	-CH <sub>2</sub> cyp	4-dimethylaminophenyl-CH <sub>2</sub> - (2,5-di-trifluoromethylphenyl)ethyl
337.	propyl	2-methyl-3-indolyl
338.	-CH <sub>2</sub> cyp	1-(benzylamino)ethyl
339.	-CH <sub>2</sub> cyp	2-(4 pyridyloxazolyl)
340.	H	

239

Table 6 cont.

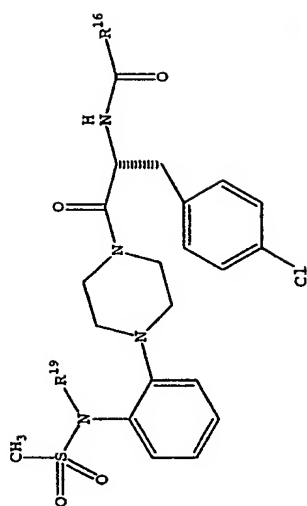


#	R <sup>19</sup>	R <sup>16</sup>
5	341. H	2-quinolyl
	342. propyl	4-piperidyl
	343. CypCH <sub>2</sub> -	4-ethoxycarbonylpiperid-1-yl
	344. CypCH <sub>2</sub> -	1-piperazinyl
	345. CypCH <sub>2</sub> -	4-Boc-piperid-1-yl
10	346. propyl	3-CF <sub>3</sub> -phenyl
	347. propyl	4-CF <sub>3</sub> -phenyl
	348. CypCH <sub>2</sub> -	3-CF <sub>3</sub> -phenyl
	349. CypCH <sub>2</sub> -	4-CF <sub>3</sub> -phenyl
	350. propyl	4-fluorophenyl
15	351. propyl	2-naphthyl

- 240 -

240

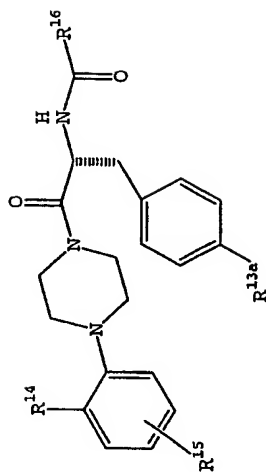
Table 6 cont.



#	R <sup>19</sup>	R <sup>16</sup>
352.	propyl	phenyl
353.	propyl	3-pyridyl
354.	propyl	4-pyridyl
355.	CypCH <sub>2</sub> -	4-pyridyl
356.	CypCH <sub>2</sub> -	

241

Table 7.



#	R <sup>14</sup>	R <sup>16</sup>	R <sup>15</sup>	R <sup>13a</sup>
357.	1-(N-(CypCH <sub>2</sub> )amino) ethyl	6-quinolyl	H	Cl
358.	1-(N,N-(CypCH <sub>2</sub> ) <sub>2</sub> amino) ethyl	6-quinolyl	H	Cl
359.	1-(N-(CypCH <sub>2</sub> )-N-propylamino) ethyl	6-quinolyl	H	Cl
360.	(N,N-(CypCH <sub>2</sub> ) <sub>2</sub> amino) CH <sub>2</sub> -	6-quinolyl	H	Cl
361.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	6-quinolyl	H	Cl
362.	N-(CypCH <sub>2</sub> )-N-ethylaminomethyl	6-quinolyl	H	Cl
363.	N,N-(propyl) <sub>2</sub> aminomethyl	6-quinolyl	H	Cl
364.	1-(N-(CypCH <sub>2</sub> )-N-butylamino) ethyl	6-quinolyl	H	Cl
365.	1-(N-CypCH <sub>2</sub> )-N-isopentylamino) ethyl	6-quinolyl	H	Cl
366.	1-(N-(CypCH <sub>2</sub> )-N-(Chx1CH <sub>2</sub> ) amino) ethyl	6-quinolyl	H	Cl
367.	1-(N-(CypCH <sub>2</sub> )-N-(CH <sub>3</sub> S(CH <sub>2</sub> ) <sub>3</sub> ) amino) ethyl	6-quinolyl	H	Cl
368.	N-(CypCH <sub>2</sub> )-N-(MeSO <sub>2</sub> ) aminomethyl	6-quinolyl	H	Cl

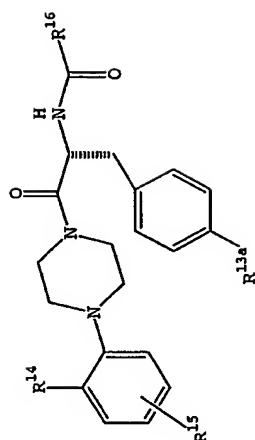
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242

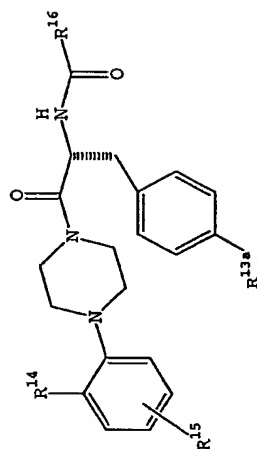
Table 7. cont.



#	R <sup>14</sup>	R <sup>15</sup>	R <sup>16</sup>	R <sup>13a</sup>
369.	1-(N-(CypCH <sub>2</sub> )-N-(3-thienylmethyl)amino)ethyl	H	6-quinolyl	Cl
5 370.	1-(N-(CypCH <sub>2</sub> )-N-(CH <sub>3</sub> C=O)amino)ethyl	H	6-quinolyl	Cl
371.	1-hydroxyethyl	H	6-quinolyl	Cl
372.	1-(N-(CypCH <sub>2</sub> )-N-isobutylamino)ethyl	H	6-quinolyl	Cl
373.	1-(N-(CypCH <sub>2</sub> )-N-(phenylethyl)amino)ethyl	H	6-quinolyl	Cl
374.	N-(CypCH <sub>2</sub> )-N-(MeSO <sub>2</sub> )aminomethyl	H	6-quinolyl	Cl
10 375.	1-(N-(CypCH <sub>2</sub> )-N-(pentyl)amino)ethyl	H	6-quinolyl	Cl
376.	N,N-di(isobutyl)aminomethyl	H	6-quinolyl	Cl
377.	1-(N-(CypCH <sub>2</sub> )-N-(2-ethylbutyl)amino)ethyl	H	6-quinolyl	Cl
378.	1-(N-(CypCH <sub>2</sub> )-N-(3-methylphenyl)amino)ethyl	H	6-quinolyl	Cl
379.	N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> )aminomethyl	H	3-isoquinolyl	Cl
15 380.	1-(N-(CypCH <sub>2</sub> )amino)ethyl	H	3-isoquinolyl	Cl

243

Table 7. cont.

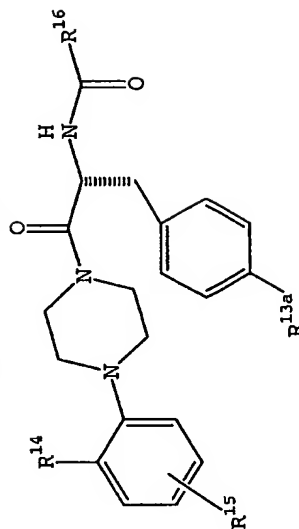


#	R <sup>14</sup>	R <sup>15</sup>	R <sup>16</sup>	R <sup>13a</sup>
5	381. N-(MeSO <sub>2</sub> )-N-(CypCH <sub>2</sub> ) aminomethyl	H	4-piperidyl	Cl
	382. N-propyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	piperid-1-ylethyl	Cl
	383. 1,2,3-triazol-1-ylmethyl	H	1-ethylpiperid-4-yl	Cl
	384. N-propyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	1-isobutylpiperid-4-yl	Cl
	385. N-isopropyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	1-ethylpiperid-4-yl	Cl
10	386. N-ethyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	1-ethylpiperid-4-yl	Cl
	387. N-cyclopentyl-N-(CypCH <sub>2</sub> ) aminomethyl	H	1-ethylpiperid-4-yl	Cl
	388. 1,2,3-triazol-1-ylmethyl	H	1-isopropylpiperid-4-yl	Cl
	389. 1,2,3-triazol-1-ylmethyl	H	1-(CypCH <sub>2</sub> ) piperid-4-yl	Cl
	390. 1,2,3-triazol-1-ylmethyl	H	1-isobutylpiperid-4-yl	Cl
15	391. 1,2,3-triazol-1-ylmethyl	H	1-[(CH <sub>3</sub> ) <sub>3</sub> CCH <sub>2</sub> ] piperid-4-yl	Cl



244

Table 7. cont.



#	$R^{14}$	$R^{15}$	$R^{16}$	$R^{13a}$
392.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	6-quinolyl	Br
393.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	3-quinolyl	Br
394.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	4-piperidyl	Br
395.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	1-ethylpiperid-4-yl	Br
396.	N-propyl-N-(CypCH <sub>2</sub> )aminomethyl	H	1-isobutylpiperid-4-yl	Br
397.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	1-isopropylpiperid-4-yl	Br
398.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	1-(CypCH <sub>2</sub> )piperid-4-yl	Br
399.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	1-isobutylpiperid-4-yl	Br
400.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	1-[(CH <sub>3</sub> ) <sub>3</sub> CCH <sub>2</sub> ]piperid-4-yl	Br
401.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	piperid-1-ylethyl	Br
402.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	H	ethylaminoethyl	Br
403.	1-(N-(CypCH <sub>2</sub> )amino)ethyl	H	2-quinolyl	Cl
404.	1-(N-(CypCH <sub>2</sub> )amino)ethyl	H	4-piperidyl	Cl

5

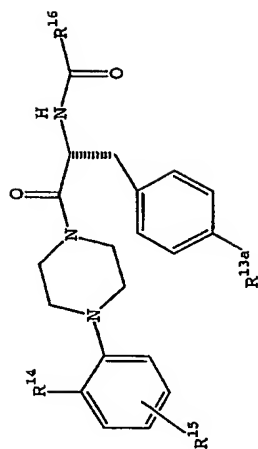
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- 245 -

245

Table 7. cont.



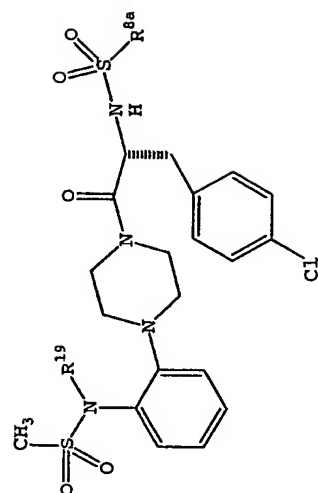
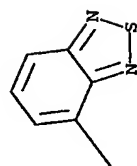
#	R <sup>14</sup>	R <sup>15</sup>	R <sup>16</sup>	R <sup>13a</sup>
405.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	piperid-1-ylethyl	Cl
406.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	N-methylaminoethyl	Cl
407.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	N,N-di(ethyl)aminoethyl	Cl
408.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	N-ethylaminoethyl	Cl
409.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	6-quinolyl	Cl
410.	N-(CypCH <sub>2</sub> )-N-propylaminomethyl	F	3-quinolyl	Cl

5

10

246

Table 8.

# R<sup>19</sup>R<sup>8a</sup>

phenyl

benzyl

1-methylimidazol-4-yl

3,5-dimethylisoxazol-4-yl

2-methoxycarbonylthien-3-yl

4-fluorophenyl

4-methylcarbonylaminophenyl

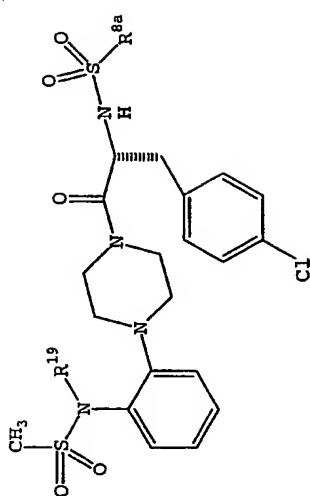
2-(phenylcarbonylaminomethyl)thien-5-yl

411. -CH<sub>2</sub>CYP5 412. -CH<sub>2</sub>CYP413. -CH<sub>2</sub>CYP414. -CH<sub>2</sub>CYP415. -CH<sub>2</sub>CYP416. -CH<sub>2</sub>CYP10 417. -CH<sub>2</sub>CYP418. -CH<sub>2</sub>CYP419. -CH<sub>2</sub>CYP

- 247 -

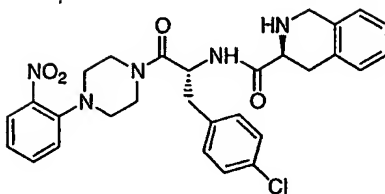
247

Table 8. cont



#	R <sup>19</sup>	R <sup>8a</sup>
5		
420.	-CH <sub>2</sub> cyp	1-naphthyl
421.	-CH <sub>2</sub> cyp	6-quinolyl
422.	-CH <sub>2</sub> cyp	2-(trifluoromethylcarbonyl)-1,2,3,4-tetrahydroisoquinol-7-yl

- 248 -

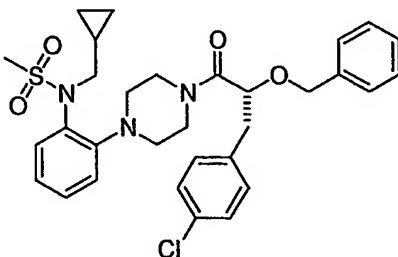
**Example 423**

5                    ***N*-((1*R*)-1-[(4-Chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide hydrochloride**

The titled compound was prepared from *tert*-butyl 3-(*N*-  
 10 { (1*R*)-1-[(4-chlorophenyl)methyl]-2-[4-(2-nitrophenyl)piperazinyl]-2-oxoethyl} carbamoyl) (3*S*)-1,2,3,4-tetrahydroisoquinoline-2-carboxylate (120 mg, 0.18 mmol, Preparation VIII) by treatment with 5 mL of a satd soln of HCl in EtOAc. This was purified by preparative HPLC (TFA  
 15 buffer) to give the title compound as white solid (65 mg). MS (ESI, pos. ion) *m/z*: 548 (M+H). Calc'd for C<sub>29</sub>H<sub>30</sub>ClN<sub>5</sub>O<sub>4</sub>: 547.20.

**Example 424**

20



25                    **(2*S*)-3-(4-Chlorophenyl)-1-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}-piperazinyl)-2-(phenylmethoxy)propan-1-one**

- 249 -

**Step 1**

To a 250-mL round-bottomed flask equipped with a magnetic stir bar was added *N*-Boc-*p*-Cl-D-Phe-OH (PepTech Corp.) (5.0 g, 25 mmol) followed by 1M H<sub>2</sub>SO<sub>4</sub> (50 mL). The heterogeneous solution was heated to dissolve the amino acid. Upon cooling the amino acid formed a white flocculent precipitate. The solution was cooled to 0°C and water was added until efficient stirring was restored (ca. 25-50 mL). To the solution was added NaNO<sub>2</sub> (2.6 g in 10 mL H<sub>2</sub>O, 38 mmol) over 2.5 h utilizing a syringe pump. Once the addition was complete the ice bath was allowed to melt on its own and warm to room temp. After stirring for 24 h the reaction mixture was diluted with H<sub>2</sub>O (200 ml) and saturated with (NH<sub>4</sub>)<sub>2</sub>SO<sub>4</sub>, extracted with Et<sub>2</sub>O (3 x 200 mL), and the combined extracts were dried (Na<sub>2</sub>SO<sub>4</sub>) and concentrated onto silica gel. Purification by chromatography (0.5% to 5% MeOH/CH<sub>2</sub>Cl<sub>2</sub>) afforded (2*S*)-3-(4-chlorophenyl)-2-hydroxypropanoic acid as a white solid (1.8 g). MS (ESI, neg. ion) *m/z* 199 (M-1). Calc'd for C<sub>9</sub>H<sub>10</sub>ClNO<sub>2</sub>: 199.04.

**Step 2**

To a 250-mL round-bottomed flask equipped with a magnetic stirring bar was added *tert*-butyl 4-{2-[(cyclopropylmethyl)(methanesulfonyl)aminophenyl]-piperazinecarboxylate (Example 58, Step 1) (7.8 g, 19 mmol) and CH<sub>2</sub>Cl<sub>2</sub> (100 mL). To this solution at RT was added TFA (33 mL). This was stirred for 1 h and concentrated on a rotary evaporator. The residue was taken up in 10% Na<sub>2</sub>CO<sub>3</sub> (aq.) and CH<sub>2</sub>Cl<sub>2</sub> and stirred for 0.5 h. It was extracted with CH<sub>2</sub>Cl<sub>2</sub> and the combined extracts were washed with brine, dried (MgSO<sub>4</sub>) and concentrated to afford *N*-(cyclopropylmethyl)-(methanesulfonyl)(2-piperazinylphenyl)amine (5.9 g). This was used without

- 250 -

further purification. MS (ESI, pos. ion)  $m/z$  310 (M+1).  
Calc'd for  $C_{15}H_{23}N_3O_2S$ : 309.15.

**Step 3**

5 To a 250-mL round bottomed-flask equipped with a magnetic stir bar and containing a solution of N-(cyclopropylmethyl)(methylsulfonyl)(2-piperazinyl-phenyl)amine (Step 2) (1.8 g, 5.8 mmol) and (2S)-3-(4-chlorophenyl)-2-hydroxypropanoic acid (Step 1) (1.2 g, 5.8  
10 mmol) in  $CH_2Cl_2$  (30 mL) and DMF (30 mL) at RT was added HOAT (Aldrich) (0.87 g, 6.4 mmol) followed by EDC (Aldrich) (1.3 g, 7.0 mmol). This was stirred for 18 h and diluted with  $CH_2Cl_2$  (300 mL). The mixture was washed with  $H_2O$  (3 x 100 mL), aq.  $NaHCO_3$  (1 x 100 mL) and brine (1 x 100 mL). It was  
15 dried ( $Na_2SO_4$ ) and concentrated onto silica gel. Purification by chromatography (40 to 55% EtOAc/hexanes) afforded (2S)-3-(4-chlorophenyl)-1-(4-{2-[(cyclopropylmethyl)-(methylsulfonyl)amino]-phenyl}-piperazinyl)-2-hydroxypropan-1-one as a slightly yellow oil  
20 (1.8 g). Analytically pure material was obtained by reverse phase preparative scale chromatography (Column: MetaChem Polaris  $C_{18}$ -A 5 micron, flow: 20 mL/min, gradient: 5 to 100%  $CH_3CN$  (0.1% TFA) /  $H_2O$  (0.1% TFA). MS (ESI, pos. ion)  $m/z$  492 (M+1). Calc'd for  $C_{24}H_{30}ClN_3O_4S$ : 491.16.

25

**Step 4**

To a 15-mL round-bottomed flask equipped with a magnetic stir bar and containing (2S)-3-(4-chlorophenyl)-1-(4-{2-[(cyclopropylmethyl)-(methylsulfonyl)amino]phenyl}-  
30 piperazinyl)-2-hydroxy-propan-1-one (Step 3) (0.075 g, 0.15 mmol) in 2 mL THF at RT was added NaH (Aldrich) (0.007 g of 60% dispersion in oil, 0.17 mmol). Gas evolution was observed and after 5 min benzyl bromide (Aldrich) (20 mL, 0.17 mmol) was added. After stirring for 18 h, the mixture

- 251 -

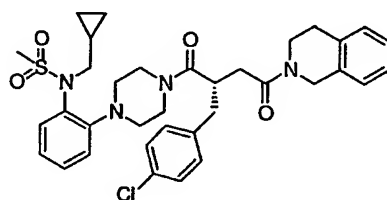
was quenched with aq.  $\text{NaHCO}_3$  and extracted with  $\text{Et}_2\text{O}$ . The combined ether extracts were washed with  $\text{H}_2\text{O}$  and brine, dried ( $\text{Na}_2\text{SO}_4$ ) and concentrated onto silica gel.

Purification by chromatography (30-55%  $\text{EtOAc}$ /hexanes)

- 5 afforded (2*S*)-3-(4-chlorophenyl)-1-(4-{2-[(cyclopropylmethyl)-(methylsulfonyl)amino]-phenyl}piperazinyl)-2-(phenyl-methoxy)propan-1-one as a colorless oil (0.065 g). MS (ESI, pos. ion)  $m/z$  582 ( $M+1$ ). Calc'd for  $\text{C}_{31}\text{H}_{36}\text{ClN}_3\text{O}_4\text{S}$ : 581.21.

10

#### Example 425



- 15 (2*S*)-2-[(4-Chlorophenyl)methyl]-1-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}-piperazinyl)-4-(2-1,2,3,4-tetrahydroisoquinolyl)butane-1,4-dione

#### Step 1

- 20 To a solution of 3-phenylpropanoic acid (5.5g, 27 mmol) in anhydrous  $\text{CH}_2\text{Cl}_2$  (50 mL, Aldrich) was added oxalyl chloride (5 mL, Aldrich), followed by 3 drops of DMF. The reaction mixture was stirred at RT for 2 h, then the solvent was removed in vacuo. The residue was re-dissolved in anhydrous
- 25  $\text{CH}_2\text{Cl}_2$  (50 mL) and concentrated again. The product, 3-(4-chlorophenyl)propanoyl chloride, was dissolved in anhydrous THF (Aldrich) and cooled to  $-78^\circ\text{C}$  in a dry ice bath for the next step.

30



- 252 -

**Step 2**

To a solution of (4R)-(phenylmethyl)-2-oxazolidone (5.5 g, 30 mmol) and 5 mg of triphenylmethane (indicator) in 200 mL of anhydrous THF at -40°C under N<sub>2</sub>, was added n-butyllithium  
5 (2.5 M in hexane, 30 mmol, Aldrich) until an orange color persisted. The resulted solution was then cooled to -78°C, and the THF solution of 3-phenyl-propanoyl chloride (Step 1) was added. The reaction was stirred at -78°C for 1 h. After warming to 0°C, the reaction mixture was poured onto  
10 50 mL of satd. NaHCO<sub>3</sub> and extracted with 100 mL of CH<sub>2</sub>Cl<sub>2</sub>. The organic phase was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub>, and concentrated *in vacuo*. The product was purified by a silica gel column chromatography (EtOAc) to afford (4R)-3-[3-(4-chlorophenyl)propanoyl]-4-benzyl-1,3-oxazolidin-2-one  
15 as a white solid (7.5 g). MS (ESI, pos. ion) m/z: 344.0 (M+1). Calc'd for C<sub>19</sub>H<sub>19</sub>ClNO<sub>3</sub>: 343.10.

**Step 3**

To a solution of (4R)-3-[3-(4-chlorophenyl)propanoyl]-4-benzyl-1,3-oxazolidin-2-one (Step 2) (3.0 g, 8.72 mmol) in  
20 anhydrous THF (100 mL, Aldrich) at -78°C was added a THF solution of NaHMDS (13.1 mL, 1M, Aldrich). The solution was stirred at -78°C for 30 min then at -20°C for 30 min. The solution was cooled to -78°C again and t-butyl bromoacetate  
25 (1.93 mL, 13.1 mol) was added to the reaction mixture via a syringe. The reaction was stirred at -78°C for 2 h. After warming to RT, the reaction mixture was poured onto 1M NaH<sub>2</sub>PO<sub>4</sub> (50 mL). The desired compound was extracted with 100 mL of EtOAc and the organic phase was washed with 50 mL  
30 of brine, dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated *in vacuo*. The compound was further purified with silica gel column chromatography (20% to 50% EtOAc in hexane) to provide tert-butyl 4-[(4R)-2-oxo-4-benzyl(1,3-oxazolidin-3-yl)](3S)-3-[(4-chlorophenyl)methyl]-4-oxobutanoate as a light yellow

- 253 -

solid (3.5 g). MS (ESI, pos. ion)  $m/z$ : 458.0 (M+1). Calc'd for  $C_{25}H_{28}ClNO_5$ : 457.17.

**Step 4**

- 5 To a solution of tert-butyl 4-[(4R)-2-oxo-4-benzyl-(1,3-oxazolidin-3-yl)](3S)-3-[(4-chlorophenyl)methyl]-4-oxobutanoate (Step 3) (0.3 g, 0.656 mmol) in 10 mL of THF was added 0.1 mL of  $H_2O_2$  (35%) and 33 mg of LiOH-H<sub>2</sub>O (0.787 mmol). The reaction was stirred at RT for 3 h and extracted
- 10 with 30 mL of Et<sub>2</sub>O. The aqueous solution was acidified with 2N HCl to pH ~ 2 and extracted with 50 mL of EtOAc. These EtOAc extractions were combined, dried over Na<sub>2</sub>SO<sub>4</sub> and concentrated in vacuo. (2S)-3-[(tert-Butyl)-oxycarbonyl]-2-[(4-chlorophenyl)methyl]-propanoic acid was obtained as
- 15 light yellow oil (0.15 g) and was used in the next step without further purification. MS (ESI, pos. ion)  $m/z$ : 299.0 (M+1). Calc'd for  $C_{15}H_{19}ClO_4$ : 298.10.

**Step 5**

- 20 To a solution of (cyclopropylmethyl)(methylsulfonyl)-(2-piperazinyl-phenyl)amine (HCl salt, 2.3 g, 6.0 mmol), (2S)-3-[(tert-butyl)oxycarbonyl]-2-[(4-chlorophenyl)methyl]propanoic acid (1.8 g, 6.02 mmol, Step 4), HOBt (0.81 g, 6.0 mmol, Novabiochem), and TEA (1.67 mL, 12.0
- 25 mmol) in 20 mL of CH<sub>2</sub>Cl<sub>2</sub> at 0°C was added EDC (1.73 g, 9.03 mmol, Advanced Chemtech). The reaction was warmed to RT and stirred for 12 h. The reaction was quenched with satd NaHCO<sub>3</sub>, extracted with 80 mL of EtOAc and the organic solution was washed with brine, dried over Na<sub>2</sub>SO<sub>4</sub> and
- 30 concentrated in vacuo. The compound was further purified by silica gel column chromatography (50% EtOAc in hexane) to provide 2.3 g of tert-butyl (3S)-3-[(4-chlorophenyl)methyl]-4-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)-amino]phenyl}-piperazinyl)-4-oxobutanoate as a white foam.

- 254 -

MS (ESI, pos. ion) m/z: 590.6 (M+1). Calc'd for  $C_{30}H_{40}ClN_3O_5S$ : 589.24. Anal. Calcd for  $C_{30}H_{40}ClN_3O_5S$ : C, 61.05; H, 6.83; N, 7.12; Cl, 6.01. Found: C, 60.91; H, 6.69; N, 7.09; Cl, 6.16.

5

**Step 6**

A solution of *tert*-butyl (3*S*)-3-[(4-chlorophenyl)-methyl]-4-(4-{2-[(cyclopropylmethyl)-(methylsulfonyl)-amino]phenyl}piperazinyl)-4-oxobutanoate (Step 5) (0.16 g, 0.27 mmol) in 10 mL of 50% TFA in  $CH_2Cl_2$  mixture was stirred at RT for 2 h. The volatile solvent was removed *in vacuo*. The residue was dissolved in  $CH_2Cl_2$  and concentrated *in vacuo*. (3*S*)-3-[(4-Chlorophenyl)-methyl]-4-(4-{2-[(cyclopropylmethyl)-(methylsulfonyl)-amino]phenyl}piperazinyl)-4-oxobutanoic acid was obtained as a light yellow solid (0.14 g) MS (ESI, pos. ion) m/z: 534.4 (M+1). Calc'd for  $C_{26}H_{32}ClN_3O_5S$ : 533.18. Anal. Calcd for  $C_{26}H_{32}ClN_3O_5S \cdot 1.5H_2O$ : C, 55.66; H, 6.29; N, 7.49; Cl, 6.32. Found: C, 55.51; H, 5.85; N, 7.35; Cl, 6.12.

20

**Step 7**

To a solution of (3*S*)-3-[(4-chlorophenyl)methyl]-4-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-4-oxobutanoic acid (Step 6) (0.63 g, 0.97 mmol), *tert*-butyl piperazinecarboxylate (0.272 g, 1.46 mmol), HOBt (0.131 g, 0.97 mmol) and TEA (0.135 mL, 0.97 mmol) in 10 mL of  $CH_2Cl_2$  at 0°C was added EDC (0.28 g, 1.46 mmol). The reaction was warmed to RT and stirred for 12 h. The reaction was quenched with satd.  $NaHCO_3$ , and extracted with 50 mL of EtOAc. The organic phase was washed with brine, dried over  $Na_2SO_4$  and concentrated *in vacuo*. The crude compound was further purified by silica gel column chromatography (EtOAc) to afford *tert*-butyl 4-[(3*S*)-3-[(4-chlorophenyl)methyl]-4-(4-{2-

- 255 -

[(cyclopropylmethyl)(methylsulfonyl)amino]-phenyl)piperazinyl)-4-oxobutanoyl]piperazinecarboxylate as a white foam (0.3g). MS (ESI, pos. ion) m/z: 702.5 (M+1).

Calc'd for  $C_{35}H_{48}ClN_5O_6S$ : 701.30. Anal. Calcd for

5  $C_{35}H_{48}ClN_5O_6S \cdot 0.5H_2O$ : C, 59.10; H, 6.94; N, 9.85; Cl, 4.98.

Found: C, 59.32; H, 6.94; N, 9.81; Cl, 5.17.

#### Step 8

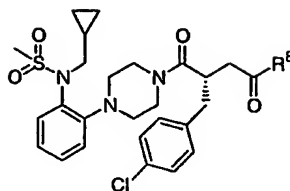
To a solution of (3S)-3-[(4-chlorophenyl)methyl]-4-(4-{2-  
10 [(cyclopropylmethyl)(methylsulfonyl)amino]-phenyl}-  
piperazinyl)-4-oxobutanoic acid (Step 7) (75 mg, 0.116  
mmol), 1,2,3,4-tetrahydroisoquinoline (0.017 mL, 0.14 mmol),  
and TEA (0.064 mL, 0.46 mmol) in 5 mL of  $CH_2Cl_2$  at 0°C was  
added BOP-Cl (44 mg, 0.17 mmol). The reaction was warmed to  
15 RT and stirred for 12 h. The reaction was diluted with 20  
mL of  $CH_2Cl_2$  and washed with satd.  $NaHCO_3$ , followed by brine.  
The organic phase was dried over  $Na_2SO_4$  and concentrated in  
vacuo. The crude product was purified by silica gel column  
chromatography (EtOAc) to afford a white foam (0.3 g, 44%).  
20 Final prep-HPLC purification was performed to provide 20 mg  
of (2S)-2-[(4-chlorophenyl)methyl]-1-(4-{2-  
[(cyclopropylmethyl)-(methylsulfonyl)amino]phenyl}-  
piperazinyl)-4-(2-1,2,3,4-tetrahydroisoquinolyl)butane-1,4-  
dione. MS (ESI, pos. ion) m/z: 649.4 (M+1). Calc'd for  
25  $C_{35}H_{48}ClN_5O_6S$ : 648.25. Anal. Calcd for  $C_{35}H_{48}ClN_5O_6S \cdot 0.5H_2O$ : C,  
59.10; H, 6.94; N, 9.85; Cl, 4.98. Found: C, 59.32; H,  
6.94; N, 9.81; Cl, 5.17.

Other compounds included in this invention are set forth in Tables 9-13 below.

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- 256 -

Table 9.

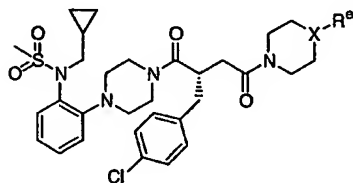


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#	R <sup>8</sup>	Formula	MW	MH <sup>+</sup>
426.	<i>tert</i> -butoxy	C <sub>30</sub> H <sub>40</sub> ClN <sub>3</sub> O <sub>5</sub> S	589.24	590.6
427.	OH	C <sub>26</sub> H <sub>32</sub> ClN <sub>3</sub> O <sub>5</sub> S	533.18	534.4
10 428.	1,2,3,4-tetrahydroisoquinolin-2-yl	C <sub>35</sub> H <sub>41</sub> ClN <sub>4</sub> O <sub>4</sub> S	648.25	649.4
429.	2-furylmethyl-amino	C <sub>31</sub> H <sub>37</sub> ClN <sub>4</sub> O <sub>5</sub> S	612.22	613.5

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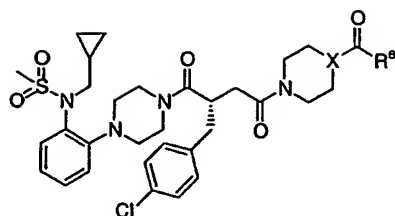
Table 10.



#	R <sup>e</sup>	X	Formula	MW	MH <sup>+</sup>
20 430.	H	N	C <sub>30</sub> H <sub>40</sub> ClN <sub>5</sub> O <sub>4</sub> S	601.25	602.6
431.	ethyl	N	C <sub>32</sub> H <sub>44</sub> ClN <sub>5</sub> O <sub>4</sub> S	629.28	630.3
432.	propyl	N	C <sub>33</sub> H <sub>46</sub> ClN <sub>5</sub> O <sub>4</sub> S	643.30	644.5
433.	3-methylbutyl	N	C <sub>35</sub> H <sub>50</sub> ClN <sub>5</sub> O <sub>4</sub> S	671.33	673.4
25 434.	2-methylpropyl	N	C <sub>34</sub> H <sub>48</sub> ClN <sub>5</sub> O <sub>4</sub> S	657.31	658.4
435.	cyclopropylmethyl	N	C <sub>34</sub> H <sub>46</sub> ClN <sub>5</sub> O <sub>4</sub> S	655.30	656.4
436.	H	CH	C <sub>31</sub> H <sub>41</sub> ClN <sub>4</sub> O <sub>4</sub> S	600.25	601.5
437.	pyrrolidinyl	CH	C <sub>31</sub> H <sub>41</sub> ClN <sub>4</sub> O <sub>4</sub> S	669.31	670.7

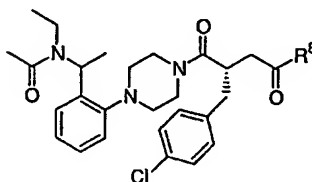
- 257 -

Table 11.



#	R <sup>e</sup>	X	Formula	MW	MH <sup>+</sup>
438.	methyl	N	C <sub>32</sub> H <sub>42</sub> ClN <sub>5</sub> O <sub>5</sub> S	643.26	644.6
439.	tert-butyloxy	N	C <sub>35</sub> H <sub>48</sub> ClN <sub>5</sub> O <sub>6</sub> S	701.30	702.5
440.	phenyl	N	C <sub>37</sub> H <sub>44</sub> ClN <sub>5</sub> O <sub>5</sub> S	705.28	706.3
441.	ethoxy	N	C <sub>33</sub> H <sub>44</sub> ClN <sub>5</sub> O <sub>6</sub> S	673.27	674.5
442.	2,2-dimethyl-butyl	N	C <sub>31</sub> H <sub>40</sub> ClN <sub>7</sub> O	699.32	700.5
443.	ethyl	C	C <sub>34</sub> H <sub>45</sub> ClN <sub>4</sub> O <sub>6</sub> S	672.27	673.6

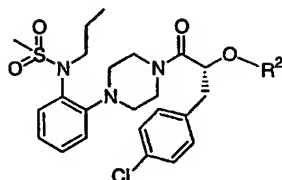
Table 12.



#	R <sup>8</sup>	Formula	MW	MH <sup>+</sup>
444.	1,3-thiazolidinyl	C <sub>30</sub> H <sub>39</sub> ClN <sub>4</sub> O <sub>3</sub> S	570.24	571.2
445.	morpholino	C <sub>31</sub> H <sub>41</sub> ClN <sub>4</sub> O <sub>4</sub>	568.28	569.2
446.	tert-butyl piperazinecarboxylate	C <sub>36</sub> H <sub>50</sub> ClN <sub>5</sub> O <sub>5</sub>	667.35	668.5
447.	cyclobutylamino	C <sub>31</sub> H <sub>41</sub> ClN <sub>4</sub> O <sub>3</sub>	552.29	553.3
448.	azetidiny	C <sub>30</sub> H <sub>39</sub> ClN <sub>4</sub> O <sub>3</sub>	538.27	539.2
449.	(2-fluorophenyl)methylamino	C <sub>34</sub> H <sub>40</sub> ClFN <sub>4</sub> O <sub>3</sub>	606.28	607.2
450.	2-pyridylmethylamino	C <sub>33</sub> H <sub>40</sub> ClN <sub>5</sub> O <sub>3</sub>	589.28	590.7
451.	(2-methoxyethyl)methylamino	C <sub>31</sub> H <sub>43</sub> ClN <sub>4</sub> O <sub>4</sub>	570.30	571.2

- 258 -

Table 13.



5	#	R <sup>2</sup>
	452.	4-fluorobenzyl
	453.	3-fluorobenzyl
	454.	4-trifluoromethylbenzyl
10	455.	3-trifluoromethylbenzyl
	456.	2-naphthyl

Although the pharmacological properties of the compounds of Formula I vary with structural change, in general, activity possessed by compounds of Formula I may be demonstrated *in vivo*. The pharmacological properties of the compounds of this invention may be confirmed by a number of pharmacological *in vitro* assays. The exemplified pharmacological assays which follow have been carried out with the compounds according to the invention and their salts.

#### BIOLOGICAL EVALUATION

A number of models exist for the study of obesity (see, e.g., Bray, G. A., 1992, Prog. Brain Res. 93: 333-341; and Bray, G.A., 1989, Amer. J. Clin. Nutr. 5: 891-902). Animals having mutations which lead to syndromes that include obesity symptoms have also been identified. Attempts have been made to utilize such animals as models for the study of obesity, and the best studied animal models to date for genetic obesity are mice. For reviews,

- 259 -

see, e.g., Friedman, J.M. et al., 1991, Mamm. Gen. 1: 130-144; Friedman, J.M. and Liebel, R.L., 1992, Cell 69: 217-220.

Assays which demonstrate MCR4/MCR3 agonistic activity of compounds are well known in the art. One particularly useful assay is the BioTrak™ cAMP direct enzyme immunoassay (EIA) system from Amersham Pharmacia Biotech, which quantitates the cAMP response of cells to MC ligands. This system allows the simple quantitation of total cellular cAMP measurement in cells exposed to selective ligands. Briefly summarized: HEK cells stably transfected with the MC-1, MC-3 or MC-4 receptors are plated into 96 well microtiter plates and grown overnight. Cells are dosed with the appropriate MC ligand for 1 hour and then lysed. A fraction of the lysed cell extract is transferred to the assay plate. The ELISA assay is performed according to kit instructions. Each plate contains a series of cAMP standards for calculating a standard curve, as well as a full MC agonist as a positive control for each MC receptor. cAMP activity is calculated as a % of the maximum cAMP activity of the full MC agonist control.

#### **Penile erection test in the rat**

Method that can be used includes a modified version of that reported by Heaton et al. (J. Urol., 145, 1099-1102, 1991.) and Ghasi-Kanzari et al. (Pharmacol. Toxicol., 81, 81-84, 1997.). Rats are kept under a reversed 12-hr light/dark cycle for 5 days prior to testing. On the test day, animals are administered compound via intraperitoneal route of administration 1 hr after the lights go off and then immediately placed in individual Plexiglas cages (32 x 14 x 13 cm). Under red lighting, rats are observed for 1 hr. The number of penile erections and yawns are recorded.



- 260 -

There are 10 animals per treatment group and bromocriptine (4 mg/kg) is used as the reference agent as well as a vehicle control. Data are analyzed by comparing treated groups with vehicle control using Mann Whitney U tests.

5

#### **Fast-induced food intake in mice**

Male C57BL/6 mice (25-30 g) were used for studies. Food was removed from group-housed mice (5-8/cage) overnight (16-18 hr). The next day, mice were dosed with compound (in 10 20% Captisol or HPMC/Tween or PBS, depending on the solubility) and then placed into individual cages. Fifteen min following systemic dosing or 30 min following intra-cerebroventricular (i.c.v) dosing (i.e., time to recover 15 from anesthesia), a pre-weighed amount of food was placed in each cage. Food was then weighed 1, 2 and 4 hr after replacement. Cumulative food intake was determined as the difference between the initial weight of the food and the weight of the food at each time point. For statistical 20 analysis, food intake values of compound treated animals were compared with that of vehicle treated animals using ANOVA followed by a post-hoc test (i.e., FLSD) when warranted. For these studies, group sizes for each treatment were 8-10 animals. For i.c.v. dosing, animals 25 were anesthetized using isoflurane. Next, the i.c.v. injection was made using a free-hand technique. Mice were allowed 30 min to recover prior to the start of the test.

Examples 4, 67, 71, 270, 273 and 308 caused a reduction in feeding at concentrations of 30 mg/kg or below. 30

#### **Formulations**

In practical use, the compounds of Formula I can be combined as the active ingredient in intimate admixture with

- 261 -

a pharmaceutical carrier according to conventional pharmaceutical compounding techniques. The carrier may take a wide variety of forms depending on the form of preparation desired for administration, e.g., oral or parenteral (including intravenous). In preparing the compositions for oral dosage form, any of the usual pharmaceutical media may be employed, such as, for example, water, glycols, oils, alcohols, flavoring agents, preservatives, coloring agents and the like in the case of oral liquid preparations, such as, for example, suspensions, elixirs and solutions; or carriers such as starches, sugars, microcrystalline cellulose, diluents, granulating agents, lubricants, binders, disintegrating agents and the like in the case of oral solid preparations such as, for example, powders, hard and soft capsules and tablets, with the solid oral preparations being preferred over the liquid preparations.

Also embraced within this invention is a class of pharmaceutical compositions comprising the active compounds of Formula I in association with one or more non-toxic, pharmaceutically-acceptable carriers and/or diluents and/or adjuvants (collectively referred to herein as "carrier" materials) and, if desired, other active ingredients. The active compounds of the present invention may be administered by any suitable route, preferably in the form of a pharmaceutical composition adapted to such a route, and in a dose effective for the treatment intended.

The compounds and compositions of the present invention may, for example, be administered orally, mucosally, topically, rectally, pulmonarily such as by inhalation spray, nasal or buccal or parentally including intravascularly, intravenously, intraperitoneally, subcutaneously, intramuscularly intrasternally and infusion techniques, in dosage unit formulations containing

- 262 -

conventional pharmaceutically acceptable carriers, adjuvants, and vehicles.

The pharmaceutically active compounds of this invention can be processed in accordance with conventional methods of pharmacy to produce medicinal agents for administration to patients, including humans and other mammals.

For example, in the case of a 70 kg adult human, these may contain an amount of active ingredient from about 0.7 to 3500 mg, preferably from about 5 to 1500 mg. A suitable daily dose for a human or other mammal may vary widely depending on the condition of the patient and other factors, but, once again, can be determined using routine methods.

The amount of compounds which are administered and the dosage regimen for treating a disease condition with the compounds and/or compositions of this invention depends on a variety of factors, including the age, weight, sex and medical condition of the subject, the type of disease, the severity of the disease, the route and frequency of administration, and the particular compound employed. Thus, the dosage regimen may vary widely, but can be determined routinely using standard methods. A daily dose of about 0.01 to 100 mg/kg body weight, preferably between about 0.1 and about 50 mg/kg body weight and most preferably between about 0.5 to 20 mg/kg body weight, may be appropriate may be appropriate. The daily dose can be administered in one to four doses per day.

For oral administration, the pharmaceutical composition may be in the form of, for example, a tablet, capsule, suspension or liquid. The pharmaceutical composition is preferably made in the form of a dosage unit containing a particular amount of the active ingredient. Examples of such dosage units are tablets or capsules.

- 263 -

Solutions or suspensions of these active compounds can be prepared in water suitably mixed with a surfactant such as hydroxy-propylcellulose. Dispersions can also be prepared in glycerol, liquid polyethylene glycols and mixtures thereof in oils. Under ordinary conditions of storage and use, these preparations contain a preservative to prevent the growth of microorganisms.

Because of their ease of administration, tablets and capsules represent the most advantageous oral dosage unit form in which case solid pharmaceutical carriers are obviously employed. If desired, tablets may be coated by standard aqueous or nonaqueous techniques. Such compositions and preparations should contain at least 0.1 percent of active compound. The percentage of active compound in these compositions may, of course, be varied and may conveniently be between about 2 percent to about 60 percent of the weight of the unit. The amount of active compound in such therapeutically useful compositions is such that an effective dosage will be obtained. The active compounds can also be administered intranasally as, for example, liquid drops or spray.

For therapeutic purposes, the active compounds of this invention are ordinarily combined with one or more adjuvants appropriate to the indicated route of administration. If administered per os, the compounds may be admixed with lactose, sucrose, starch powder, cellulose esters of alkanolic acids, cellulose alkyl esters, talc, stearic acid, magnesium stearate, magnesium oxide, sodium and calcium salts of phosphoric and sulfuric acids, gelatin, acacia gum, sodium alginate, polyvinylpyrrolidone, and/or polyvinyl alcohol, and then tableted or encapsulated for convenient administration. Such capsules or tablets may contain a controlled-release formulation as may be provided in a dispersion of active compound in

- 264 -

hydroxypropylmethyl cellulose for the treatment of sexual disfunction compounds of the present invention can be given orally or as a nasal spray.

In the case of skin conditions, it may be preferable  
5 to apply a topical preparation of compounds of this invention to the affected area two to four times a day.

Formulations suitable for topical administration include liquid or semi-liquid preparations suitable for penetration through the skin (e.g., liniments, lotions,  
10 ointments, creams, or pastes) and drops suitable for administration to the eye, ear, or nose. A suitable topical dose of active ingredient of a compound of the invention is 0.1 mg to 150 mg administered one to four, preferably one or two times daily. For topical  
15 administration, the active ingredient may comprise from 0.001% to 10% w/w, e.g., from 1% to 2% by weight of the formulation, although it may comprise as much as 10% w/w, but preferably not more than 5% w/w, and more preferably from 0.1% to 1% of the formulation.

20 When formulated in an ointment, the active ingredients may be employed with either paraffinic or a water-miscible ointment base. Alternatively, the active ingredients may be formulated in a cream with an oil-in-water cream base. If desired, the aqueous phase of the cream base may include,  
25 for example at Least 30% w/w of a polyhydric alcohol such as propylene glycol, butane-1,3-diol, mannitol, sorbitol, glycerol, polyethylene glycol and mixtures thereof. The topical formulation may desirably include a compound which enhances absorption or penetration of the active ingredient  
30 through the skin or other affected areas. Examples of such dermal penetration enhancers include dimethylsulfoxide and related analogs.

The compounds of this invention can also be administered by a transdermal device. Preferably transdermal

- 265 -

administration will be accomplished using a patch either of the reservoir and porous membrane type or of a solid matrix variety. In either case, the active agent is delivered continuously from the reservoir or microcapsules through a  
5 membrane into the active agent permeable adhesive, which is in contact with the skin or mucosa of the recipient. If the active agent is absorbed through the skin, a controlled and predetermined flow of the active agent is administered to the recipient. In the case of microcapsules, the  
10 encapsulating agent may also function as the membrane.

The oily phase of the emulsions of this invention may be constituted from known ingredients in a known manner. While the phase may comprise merely an emulsifier, it may comprise a mixture of at least one emulsifier with a fat or  
15 an oil or with both a fat and an oil. Preferably, a hydrophilic emulsifier is included together with a lipophilic emulsifier which acts as a stabilizer. It is also preferred to include both an oil and a fat. Together, the emulsifier(s) with or without stabilizer(s) make-up the  
20 so-called emulsifying wax, and the wax together with the oil and fat make up the so-called emulsifying ointment base which forms the oily dispersed phase of the cream formulations. Emulsifiers and emulsion stabilizers suitable for use in the formulation of the present invention include  
25 Tween 60, Span 80, cetostearyl alcohol, myristyl alcohol, glyceryl monostearate, sodium lauryl sulfate, glyceryl distearate alone or with a wax, or other materials well known in the art.

The choice of suitable oils or fats for the  
30 formulation is based on achieving the desired cosmetic properties, since the solubility of the active compound in most oils likely to be used in pharmaceutical emulsion formulations is very low. Thus, the cream should preferably be a non-greasy, non-staining and washable product with

- 266 -

suitable consistency to avoid leakage from tubes or other containers. Straight or branched chain, mono- or dibasic alkyl esters such as di-isoadipate, isocetyl stearate, propylene glycol diester of coconut fatty acids, isopropyl  
5 myristate, decyl oleate, isopropyl palmitate, butyl stearate, 2-ethylhexyl palmitate or a blend of branched chain esters may be used. These may be used alone or in combination depending on the properties required. Alternatively, high melting point lipids such as white soft  
10 paraffin and/or liquid paraffin or other mineral oils can be used.

Formulations suitable for topical administration to the eye also include eye drops wherein the active ingredients are dissolved or suspended in suitable carrier,  
15 especially an aqueous solvent for the active ingredients. The active ingredients are preferably present in such formulations in a concentration of 0.5 to 20%, advantageously 0.5 to 10% and particularly about 1.5% w/w.

Formulations for parenteral administration may be in  
20 the form of aqueous or non-aqueous isotonic sterile injection solutions or suspensions. These solutions and suspensions may be prepared from sterile powders or granules using one or more of the carriers or diluents mentioned for use in the formulations for oral administration or by using  
25 other suitable dispersing or wetting agents and suspending agents. The compounds may be dissolved in water, polyethylene glycol, propylene glycol, ethanol, corn oil, cottonseed oil, peanut oil, sesame oil, benzyl alcohol, sodium chloride, tragacanth gum, and/or various buffers.  
30 Other adjuvants and modes of administration are well and widely known in the pharmaceutical art. The active ingredient may also be administered by injection as a composition with suitable carriers including saline, dextrose, or water, or with cyclodextrin (i.e. Captisol),

- 267 -

cosolvent solubilization (i.e. propylene glycol) or micellar solubilization (i.e. Tween 80).

The sterile injectable preparation may also be a sterile injectable solution or suspension in a non-toxic parenterally acceptable diluent or solvent, for example as a solution in 1,3-butanediol. Among the acceptable vehicles and solvents that may be employed are water, Ringer's solution, and isotonic sodium chloride solution. In addition, sterile, fixed oils are conventionally employed as a solvent or suspending medium. For this purpose any bland fixed oil may be employed, including synthetic mono- or diglycerides. In addition, fatty acids such as oleic acid find use in the preparation of injectables.

For pulmonary administration, the pharmaceutical composition may be administered in the form of an aerosol or with an inhaler including dry powder aerosol.

Suppositories for rectal administration of the drug can be prepared by mixing the drug with a suitable non-irritating excipient such as cocoa butter and polyethylene glycols that are solid at ordinary temperatures but liquid at the rectal temperature and will therefore melt in the rectum and release the drug.

The pharmaceutical compositions may be subjected to conventional pharmaceutical operations such as sterilization and/or may contain conventional adjuvants, such as preservatives, stabilizers, wetting agents, emulsifiers, buffers etc. Tablets and pills can additionally be prepared with enteric coatings. Such compositions may also comprise adjuvants, such as wetting, sweetening, flavoring, and perfuming agents.

Various other materials may be present as coatings or to modify the physical form of the dosage unit. For instance, tablets may be coated with shellac, sugar or both. A syrup or elixir may contain, in addition to the active



- 268 -

ingredient, sucrose as a sweetening agent, methyl and propylparabens as preservatives, a dye and a flavoring such as cherry or orange flavor.

5       The foregoing is merely illustrative of the invention and is not intended to limit the invention to the disclosed compounds. Variations and changes which are obvious to one skilled in the art are intended to be within the scope and nature of the invention which are defined in the appended claims.

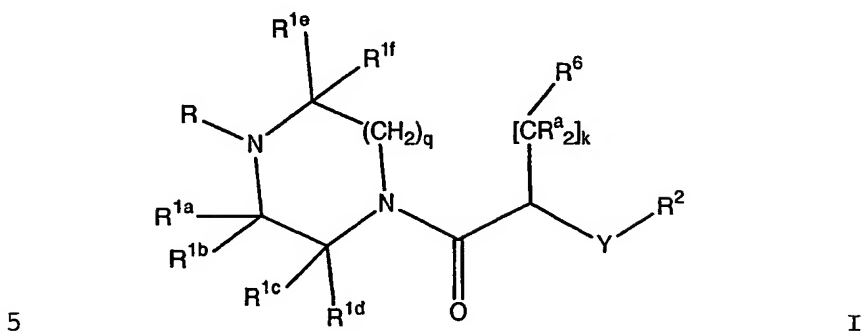
10       From the foregoing description, one skilled in the art can easily ascertain the essential characteristics of this invention, and without departing from the spirit and scope thereof, can make various changes and modifications of the invention to adapt it to various usages and conditions.

15       All mentioned references, patents, applications and publications, are hereby incorporated by reference in their entirety, as if here written.

- 269 -

## WHAT IS CLAIMED IS:

1. A compound of Formula I

wherein Y is -NH-, -CH<sub>2</sub>-, or -O-;

wherein R is selected from

- 10
- a) alkyl,
  - b) -(CH<sub>2</sub>)<sub>n</sub>-cycloalkyl,
  - c) -(CH<sub>2</sub>)<sub>n</sub>-aryl, and
  - d) -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl;

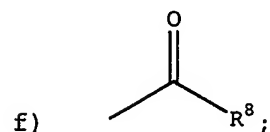
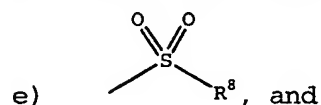
15 wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from R<sup>4</sup>; the heterocyclyl group is optionally substituted with 1 to 3 groups selected from R<sup>4</sup> and oxo; and the alkyl group is optionally substituted with 1 to 3 groups selected from R<sup>5</sup>;

20 wherein R<sup>1a</sup>, R<sup>1b</sup>, R<sup>1c</sup>, R<sup>1d</sup>, R<sup>1e</sup>, and R<sup>1f</sup> are independently selected from R<sup>4</sup>; or wherein R<sup>1a</sup> and R<sup>1b</sup> or R<sup>1d</sup> and R<sup>1c</sup> form oxo; or wherein R<sup>1e</sup> and R<sup>1c</sup> form an alkylenyl or alkenylenyl bridge; or wherein R<sup>1a</sup>, R<sup>1b</sup>, R<sup>1c</sup>, and R<sup>1d</sup> together with the piperazine ring forms an optionally substituted 1,2,3,4-tetrahydro-quinoxalinyll ring;

25 wherein R<sup>2</sup> is selected from

- a) alkyl,
- b) -(CH<sub>2</sub>)<sub>n</sub>-cycloalkyl,
- c) -(CH<sub>2</sub>)<sub>n</sub>-aryl,

- 270 -

d)  $-(CH_2)_n$ -heterocyclyl,

5 wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $R^4$ ; the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo; and the alkyl group is optionally substituted with 1 to 3 groups selected from  $R^5$ ;  
 10  $R^5$ ;

wherein  $R^3$  is independently selected from H, halo, amino, haloalkyl, alkyl, phenyl, haloalkoxy, and alkoxy; or wherein  $R^3$  is an alkenylene bridge;

wherein  $R^4$  is selected from H, alkyl,  $-(CH_2)_n$ -cycloalkyl, -  
 15  $(CH_2)_n$ -aryl,  $-(CH_2)_n$ -heterocyclyl, halo,  $-(CH_2)_n$ -OR<sup>9</sup>, -NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>,  $-[C(R^7)_2]_p$ NR<sup>9</sup>SO<sub>2</sub>R<sup>7</sup>,  $-[C(R^7)_2]_p$ NR<sup>9</sup>C(O)R<sup>7</sup>, -N(R<sup>9</sup>)<sub>2</sub>, -C(O)NR<sup>9</sup>R<sup>9</sup>, -NR<sup>9</sup>C(O)R<sup>7</sup>, -NR<sup>9</sup>CO<sub>2</sub>R<sup>7</sup>, cyano, -COOR<sup>9</sup>,  $-(CH_2)_n$ -C=OR<sup>7</sup>,  $-(CH_2)_n$ -C=SR<sup>7</sup>,  $-(CH_2)_n$ -C=(NR<sup>9</sup>)R<sup>7</sup>, -NR<sup>9</sup>C=(NR<sup>7</sup>)N(R<sup>9</sup>)<sub>2</sub>, - $[C(R^7)_2]_p$ N(R<sup>9</sup>)<sub>2</sub>, nitro, -SO<sub>2</sub>N(R<sup>9</sup>)<sub>2</sub>, -S(O)<sub>m</sub>R<sup>7</sup>, -C(R<sup>7</sup>)<sub>2</sub>SO<sub>2</sub>CF<sub>3</sub>,  
 20 hydroxyalkyl, haloalkyl and haloalkoxy;

wherein  $R^5$  is selected from halo, -OR<sup>9</sup>, NHSO<sub>2</sub>R<sup>7</sup>, -N(R<sup>9</sup>)<sub>2</sub>, cyano, -COR<sup>7</sup>,  $-[C(R^7)_2]_n$ N(R<sup>9</sup>)<sub>2</sub>, nitro, -SO<sub>2</sub>N(R<sup>9</sup>)<sub>2</sub>, -S(O)<sub>m</sub>R<sup>7</sup>, haloalkyl, and haloalkoxy;

wherein  $R^6$  is selected from aryl and heteroaryl, wherein  $R^6$   
 25 is optionally substituted with one or more  $R^3$ ;

wherein  $R^7$  is selected from H, alkyl,  $-(CH_2)_n$ -cycloalkyl, -  
 $(CH_2)_n$ -heterocyclyl,  $-(CH_2)_n$ -aryl, aminoalkyl, alkylamino, alkenyl, alkylcarbonylaminoalkyl, alkylthioalkyl, alkylaminoalkyl, alkoxyalkyl and alkoxy;

30 wherein  $R^8$  is selected from  
 a) heterocyclyl,

- 271 -

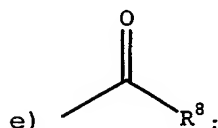
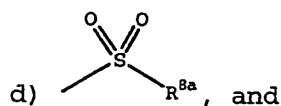
- b) aminoalkyl,  
c) aminoalkylamino,  
d) alkylaminoalkylamino,  
e) alkylaminoalkyl,  
5 f) arylaminoalkyl,  
g) arylalkylaminoalkyl,  
h) heterocyclylalkylaminoalkyl,  
i) aryl,  
j) alkyl,  
10 k) aralkyl,  
l) heterocyclylalkyl,  
m) cycloalkylalkyl,  
n) -OR<sup>9</sup>  
o) aminoalkoxy,  
15 p) N-(heterocyclylalkyl)amino,  
q) aralkyl where the alkyl portion is substituted with  
amino, hydroxy or alkylamino, and  
r) heterocyclylalkylenyl where the alkylenyl portion is  
substituted with amino, hydroxy or alkylamino;  
20 wherein the cycloalkyl and aryl groups are optionally  
substituted with 1 to 3 groups selected from R<sup>4</sup>; the  
heterocyclyl group is optionally substituted with 1 to 3  
groups selected from R<sup>4</sup> and oxo; and the alkyl group is  
optionally substituted with 1 to 3 groups selected from  
25 R<sup>5</sup>;  
wherein R<sup>9</sup> is selected from H, alkyl, alkenyl, cycloalkyl-  
(CH<sub>2</sub>)<sub>n</sub>-, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, aryl-(CH<sub>2</sub>)<sub>n</sub>-, aminoalkyl,  
alkylcarbonylaminoalkyl, cycloalkylaminoalkyl,  
cycloalkylalkylaminoalkyl, heteroarylaminoalkyl,  
30 heteroarylalkylaminoalkyl, arylaminoalkyl,  
arylalkylaminoalkyl, heteroaryloxyalkyl,  
heteroarylalkyloxyalkyl, arylalkyloxyalkyl, aryloxyalkyl,  
alkylthioalkyl, alkylaminoalkyl, hydroxyalkyl and  
alkoxyalkyl;

- 272 -

wherein  $R^a$  are independently selected from H, and alkyl or the two  $R^a$ 's together form cycloalkyl;  
wherein k is 0 or 1;  
wherein m is 0, 1 or 2;  
5 wherein n is 0, 1, 2, 3 or 4;  
wherein p is 1 or 2; and  
wherein q is 1 or 2;  
provided  $R^6$  is not ortho-substituted; further provided  $R^6$  is not thienyl; further provided  $R^2$  is not unsubstituted 5-  
10 membered heterocyclyl; further provided R is ortho substituted with  $R^4$  when n is 0 and when R is  $-(CH_2)_n$ -aryl; further provided R is not unsubstituted 2-pyrimidine, or benzodioxolylmethyl; and further provided  $R^2$  is not  $-(C=O)$ oxiranyl ;  
15 and a pharmaceutically-acceptable salt thereof.

2. Compound of Claim 1 wherein Y is  $-NH-$  or  $-CH_2-$ ;  
wherein R is selected from  
a)  $-(CH_2)_n-C_{3-8}$ -cycloalkyl,  
20 b) aryl  
c) unsubstituted benzyl, and  
d)  $-(CH_2)_n-4-10$ -membered heterocyclyl;  
wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $R^4$ ; and the  
25 heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo;  
wherein R  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are independently selected from  $R^4$ ; or wherein  $R^{1a}$  and  $R^{1b}$ , or  $R^{1d}$  and  $R^{1c}$  form oxo; or wherein  $R^{1e}$  and  $R^{1c}$  form an  $C_{1-4}$ -alkylenyl or  
30  $C_{2-4}$ -alkenylenyl bridge; or wherein  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ , and  $R^{1d}$  together with the piperazine ring forms an optionally substituted 1,2,3,4-tetrahydro-quinoxaliny ring;  
wherein  $R^2$  is selected from  
a)  $-(CH_2)_n-C_{3-8}$ -cycloalkyl,

- 273 -

b)  $-(CH_2)_n$ -aryl,c)  $-(CH_2)_n$ -4-10-membered heterocyclyl,

5

wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $R^4$ ; and the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo;

10 wherein  $R^3$  is independently selected from H, halo, amino,  $C_{1-6}$ -haloalkyl,  $C_{1-6}$ -alkyl, phenyl,  $C_{1-6}$ -haloalkoxy and  $C_{1-6}$ -alkoxy; or wherein  $R^3$  is an  $C_{2-4}$ -alkenylene bridge;

wherein  $R^4$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,  $-(CH_2)_n$ -aryl,  $-(CH_2)_n$ -4-10-membered

15 heterocyclyl, halo,  $-(CH_2)_n$ -OR<sup>9</sup>,  $-NR^9$ SO<sub>2</sub>R<sup>7</sup>,  $-N(R^9)_2$ ,  $-C(O)NR^9R^9$ ,  $-NR^9C(O)R^7$ ,  $-NR^9CO_2R^7$ , nitro, cyano,  $-(CH_2)_n$ -C(O)R<sup>7</sup>,  $-C(O)OR^9$ ,  $-(CH_2)_n$ -C(S)R<sup>7</sup>,  $-(CH_2)_n$ -C=(NR<sup>9</sup>)R<sup>7</sup>,  $-NR^9C=(NR^7)N(R^7)_2$ ,  $-[C(R^7)_2]_pNR^9SO_2R^7$ ,  $-[C(R^7)_2]_pNR^9C(O)R^7$ ,  $-[C(R^7)_2]_pN(R^9)_2$ ,  $-SO_2N(R^9)_2$ ,  $-S(O)_mR^7$ ,  $-C(R^7)_2SO_2CF_3$ ,  $C_{1-6}$ -hydroxyalkyl,  $C_{1-6}$ -haloalkyl and  $C_{1-6}$ -haloalkoxy;

wherein  $R^5$  is selected from halo,  $-OR^9$ ,  $-NH$ SO<sub>2</sub>R<sup>7</sup>,  $-N(R^9)_2$ , cyano,  $-COR^7$ ,  $-[C(R^7)_2]_nN(R^9)_2$ , nitro,  $-SO_2N(R^9)_2$ ,  $-S(O)_mR^7$ ,  $C_{1-6}$ -haloalkyl and  $C_{1-6}$ -haloalkoxy;

wherein  $R^6$  is selected from phenyl, naphthyl and 6-membered  
25 heteroaryl, wherein  $R^6$  is optionally substituted with one or more  $R^3$ ;

wherein  $R^7$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl,  $-(CH_2)_n$ -aryl, amino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylamino,  $C_{2-6}$ -alkenyl,  $C_{1-6}$ -alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylcarbonylamino- $C_{1-6}$ -alkyl,  $C_{1-}$   
30

- 274 -

$\epsilon$ -alkylamino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkyl and  $C_{1-6}$ -alkoxy;

wherein  $R^8$  is selected from

- a) 4-10-membered heterocyclyl,
- 5 b) amino- $C_{1-6}$ -alkyl,
- c) amino- $C_{1-6}$ -alkylamino,
- d)  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkylamino,
- e)  $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl,
- f) arylamino- $C_{1-6}$ -alkyl,
- 10 g) aryl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl,
- h) 4-10-membered heterocyclyl- $C_{1-6}$ -alkylamino- $C_{1-6}$ -alkyl,
- i) aryl,
- j)  $C_{1-6}$ -alkyl,
- k) aryl- $C_{1-6}$ -alkyl,
- 15 l) heterocyclyl- $C_{1-6}$ -alkyl,
- m)  $C_{3-6}$ -cycloalkyl- $(CH_2)_n$ -,
- n)  $-OR^9$
- o) amino- $C_{1-6}$ -alkoxy,
- p) N-(4-10-membered heterocyclyl- $C_{1-6}$ -alkyl)amino,
- 20 q) aryl- $C_{1-6}$ -alkyl where the alkyl portion is substituted with amino, hydroxy or  $C_1-C_6$  alkylamino, and
- r) 4-10-membered heterocyclyl-  $C_{1-6}$ -alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or  $C_1-C_6$  alkylamino;
- 25 wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $R^4$ ; the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo; and the alkyl group is optionally substituted with 1 to 3 groups selected from
- 30  $R^5$ ;

wherein  $R^{8a}$  is selected from

- a) 5-10-membered heterocyclyl,
- b) aryl, and
- c) benzyl;

- 275 -

wherein the aryl and heterocyclyl groups are optionally substituted with 1 to 3 radicals selected from C<sub>1-6</sub>-alkyl, halo, hydroxyl, alkoxy, amino, alkylamino, cyano, -NHC(O)R<sup>7</sup>, -COR<sup>7</sup>, C<sub>1-6</sub>-haloalkyl and C<sub>1-6</sub>-haloalkoxy;

- 5 wherein R<sup>9</sup> is selected from H, C<sub>1-6</sub>-alkyl, alkenyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, aryl-(CH<sub>2</sub>)<sub>n</sub>-, amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryl-amino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryloxy-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-hydroxyalkyl and C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl;

wherein R<sup>a</sup> are independently selected from H, and C<sub>1-6</sub>-alkyl or the two R<sup>a</sup>'s together form C<sub>3-4</sub>-cycloalkyl;

wherein k is 0 or 1;

- 20 wherein m is 0, 1 or 2;

wherein n is 0, 1, 2 or 3; and

wherein p is 1 or 2;

and a pharmaceutically-acceptable salt thereof.

- 25 3. Compound of Claim 2 wherein Y is -NH-;

wherein R is phenyl optionally substituted with 1 or 2 groups selected from R<sup>4</sup>;

wherein R<sup>1a</sup>, R<sup>1b</sup>, R<sup>1c</sup>, R<sup>1d</sup>, R<sup>1e</sup>, and R<sup>1f</sup> are independently selected from R<sup>4</sup>; or wherein R<sup>1a</sup> and R<sup>1b</sup> or R<sup>1d</sup> and R<sup>1c</sup> form

- 30 oxo;

wherein R<sup>2</sup> is selected from

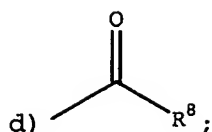
a) -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub>-cycloalkyl,

b) -(CH<sub>2</sub>)<sub>n</sub>-phenyl,

c) -(CH<sub>2</sub>)<sub>n</sub>-5-10-membered heterocyclyl, and



- 276 -



- wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from  $R^4$ ; and the heterocyclyl group is optionally substituted with 1 to 3 groups selected from  $R^4$  and oxo;
- wherein  $R^3$  is independently selected from H, chloro, bromo, iodo, phenyl, fluoro, amino,  $C_{1-2}$ -alkyl,  $C_{1-2}$ -haloalkyl,  $C_{1-2}$ -haloalkoxy, and  $C_{1-2}$ -alkoxy;
- wherein  $R^4$  is selected from H,  $C_{1-2}$ -alkyl,  $-(CH_2)_n$ - $C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -phenyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl, fluoro, chloro,  $-(CH_2)_n$ -OR<sup>9a</sup>,  $-NR^{9a}SO_2R^7$ ,  $-NR^{9a}R^{9b}$ ,  $-C(O)NR^{9a}R^{9b}$ ,  $-NR^{9a}C(O)R^7$ ,  $-NR^{9a}CO_2R^7$ , cyano, nitro,  $-(CH_2)_n$ -C(O)R<sup>7</sup>,  $-C(O)OR^{9a}$ ,  $-(CH_2)_n$ -C(S)R<sup>7</sup>,  $-(CH_2)_n$ -C=(NR<sup>9a</sup>)R<sup>7</sup>,  $-NR^{9a}C=(NR^{9a})N(R^7)_2$ ,  $-[C(R^7)_2]_pNR^{9a}R^{9b}$ ,  $-[CH_2]_pNR^{9a}SO_2R^7$ ,  $-[CH_2]_pNR^{9a}C(O)R^7$ ,  $-SO_2NR^{9a}R^{9b}$ ,  $-S(O)_mR^7$ ,  $-C(R^7)_2SO_2CF_3$ ,  $C_{1-2}$ -hydroxyalkyl  $C_{1-2}$ -haloalkyl and  $C_{1-2}$ -haloalkoxy;
- wherein  $R^5$  is selected from halo,  $-OR^{9a}$ ,  $-NR^{9a}R^{9b}$ ,  $-[C(R^7)_2]_nNR^{9a}R^{9b}$ , and  $-SO_2NR^{9a}R^{9b}$ ;
- wherein  $R^6$  is naphthyl or phenyl optionally substituted with one or two  $R^3$ ;
- wherein  $R^7$  is selected from  $C_{1-4}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl,  $-(CH_2)_n$ -phenyl, amino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylamino,  $C_{2-4}$ -alkenyl,  $C_{1-4}$ -alkylthio- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylcarbonylamino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,  $C_{1-4}$ -alkoxy- $C_{1-4}$ -alkyl and  $C_{1-4}$ -alkoxy;
- wherein  $R^8$  is selected from
- amino- $C_{1-4}$ -alkylamino,
  - amino- $C_{1-4}$ -alkyl,
  - $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkylamino,
  - $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,

- 277 -

- e) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - f) phenylamino-C<sub>1-4</sub>-alkyl,
  - g) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - h) N-(4-10-membered heterocyclyl-C<sub>1-4</sub>-alkyl)amino,
  - 5 i) C<sub>1-4</sub>-alkyl,
  - j) C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-,
  - k) aryl-(CH<sub>2</sub>)<sub>n</sub>-,
  - l) 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-,
  - m) R<sup>9a</sup>O-,
  - 10 n) amino-C<sub>1-4</sub>-alkoxy,
  - o) phenyl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or C<sub>1-4</sub> alkylamino, and
  - p) 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy
  - 15 or C<sub>1-4</sub> alkylamino;
- wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 3 groups selected from R<sup>4</sup>; the heterocyclyl group is optionally substituted with 1 to 3 groups selected from R<sup>4</sup> and oxo; and the alkyl group is
- 20 optionally substituted with 1 to 3 groups selected from R<sup>5</sup>;
- wherein R<sup>9a</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and phenyl-(CH<sub>2</sub>)<sub>n</sub>-;
- 25 wherein R<sup>9b</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>2-6</sub>-alkenyl, C<sub>3-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, phenyl-(CH<sub>2</sub>)<sub>n</sub>-, amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroarylamino-C<sub>1-6</sub>-alkyl,
- 30 alkyl, 5-6-membered heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, phenylamino-C<sub>1-6</sub>-alkyl, phenyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryloxy-C<sub>1-6</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, phenyl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, phenyloxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-</sub>

- 278 -

$\epsilon$ -alkylamino- $C_{1-6}$ -alkyl,  $C_{1-6}$ -hydroxyalkyl and  $C_{1-6}$ -alkoxy- $C_{1-6}$ -alkyl;

wherein  $R^a$  are independently H, or methyl;

wherein k is 1;

5 wherein m is 0, 1 or 2;

wherein n is 0, 1, 2 or 3;

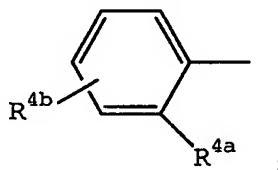
wherein p is 1 or 2; and

wherein q is 1;

and a pharmaceutically-acceptable salt thereof.

10

4. Compound of Claim 3 wherein R is



wherein  $R^{1a}$ ,  $R^{1b}$ ,  $R^{1c}$ ,  $R^{1d}$ ,  $R^{1e}$ , and  $R^{1f}$  are H;

wherein  $R^2$  is selected from

15 a)  $-(CH_2)_n-C_{3-6}$ -cycloalkyl,

b)  $-(CH_2)_n$ -phenyl, and

c)  $-(CH_2)_n$ -6-10-membered heterocyclyl;

wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 2 groups selected from  $R^{4b}$ ; and

20 the heterocyclyl group is optionally substituted with 1 to 2 groups selected from  $R^{4b}$  and oxo;

wherein  $R^3$  is independently selected from H, chloro, bromo, iodo, fluoro, amino, methyl, trifluoromethyl, trifluoromethoxy and methoxy;

25 wherein  $R^{4a}$  is selected from  $-(CH_2)_n-OR^{9a}$ , 4-6 membered heterocyclyl,  $-NR^{9a}SO_2R^{7a}$ ,  $-[CH_2]_pNR^{9a}SO_2R^{7a}$ ,  $-NR^{9a}R^{9b}$ ,  $-C(O)NR^{9a}R^{9b}$ ,  $-NR^{9b}C(O)R^{7a}$ ,  $-NR^{9a}CO_2R^{7b}$ ,  $-[CH_2]_pNR^{9b}C(O)R^{7a}$ ,  $-(CH_2)_n-C(O)R^{7a}$ , nitro,  $-C(O)OR^{9a}$ ,  $-(CH_2)_n-C(S)R^{7a}$ ,  $-[C(R^{7a})_2]_pNR^{9a}R^{9b}$ ,  $-SO_2NR^{9a}R^{9b}$ ,  $-S(O)_mR^{7a}$ , and  $-C(R^{7a})_2SO_2CF_3$ ;

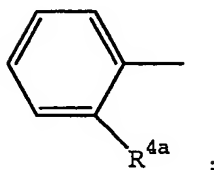
30 wherein  $R^{4b}$  is selected from H,  $C_{1-2}$ -alkyl,  $-(CH_2)_n-C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -phenyl,  $-(CH_2)_n$ -4-10-membered

- 279 -

- heterocyclcyl, fluoro, chloro,  $-OR^{9a}$ ,  $-(CH_2)_n-OR^{9a}$ ,  $-NR^{9a}SO_2R^{7a}$ ,  $-NR^{9a}R^{9b}$ ,  $-C(O)NR^{9a}R^{9b}$ ,  $-NR^{9a}C(O)R^{7b}$ ,  $-(CH_2)_n-C(O)R^{7a}$ , nitro,  $-C(O)OR^{9a}$ ,  $-(CH_2)_n-C(S)R^{7a}$ ,  $-[C(R^{7a})_2]_pNR^{9a}R^{9b}$ ,  $-SO_2NR^{9a}R^{9b}$ ,  $-S(O)_mR^{7a}$ ,  $-C(R^{7a})_2SO_2CF_3$ , cyano,  $C_{1-2}$ -haloalkyl  
 5 and  $C_{1-2}$ -haloalkoxy;  
 wherein  $R^{7a}$  is selected from  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclcyl and  $-(CH_2)_n$ -phenyl;  
 wherein  $R^{7b}$  is selected from amino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy,  $C_{1-3}$ -alkylamino,  $C_{2-3}$ -alkenyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl, H,  $C_{1-3}$ -alkyl,  
 10  $-(CH_2)_n-C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclcyl and  $-(CH_2)_n$ -phenyl;  
 wherein  $R^{9a}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $(CH_2)_n$ -, 4-10-membered heterocyclcyl- $(CH_2)_n$ -, and phenyl- $(CH_2)_n$ -;  
 15 wherein  $R^{9b}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $(CH_2)_n$ -, 4-10-membered heterocyclcyl- $(CH_2)_n$ -, phenyl- $(CH_2)_n$ -, amino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylcarbonylamino- $C_{1-3}$ -alkyl,  $C_{5-6}$ -cycloalkylamino- $C_{1-3}$ -alkyl,  $C_{5-6}$ -cycloalkyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl-amino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, phenylamino- $C_{1-3}$ -alkyl, phenyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl, 5-6-membered heteroaryloxy- $C_{1-3}$ -alkyl, 5-6-membered heteroaryl- $C_{1-3}$ -alkyloxy- $C_{1-3}$ -alkyl, phenyl- $C_{1-3}$ -alkyloxy- $C_{1-3}$ -alkyl, phenyloxy- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -hydroxyalkyl and  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl;  
 20 wherein  $R^a$  are H;  
 25 wherein k is 1;  
 wherein m is 2;  
 wherein n is 0, 1, 2 or 3; and  
 wherein p is 1 or 2;  
 and a pharmaceutically-acceptable salt thereof.

- 280 -

5. Compound of Claim 4 wherein R is

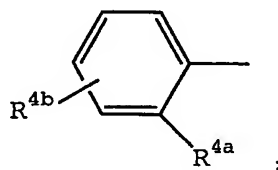


- wherein R<sup>2</sup> is selected from indolyl(CH<sub>2</sub>)<sub>n</sub>-, phenyl(CH<sub>2</sub>)<sub>n</sub>-,  
 5 benzoxazolyl(CH<sub>2</sub>)<sub>n</sub>-, oxazolo[4,5-b]pyridyl(CH<sub>2</sub>)<sub>n</sub>-,  
 oxazolo[5,4-b]pyridyl(CH<sub>2</sub>)<sub>n</sub>-, benzoxazolyl(CH<sub>2</sub>)<sub>n</sub>-, 1,2,3,4-  
 tetrahydro-isoquinolyl(CH<sub>2</sub>)<sub>n</sub>-, pyridyl(CH<sub>2</sub>)<sub>n</sub>- and 2,3-  
 dihydro-benzo[1,4]dioxanyl(CH<sub>2</sub>)<sub>n</sub>-;  
 wherein R<sup>2</sup> is optionally substituted with 1 to 2 groups  
 10 selected from R<sup>4b</sup>;  
 wherein R<sup>3</sup> is independently selected from H, chloro, bromo,  
 amino, methyl, trifluoromethyl and methoxy;  
 wherein R<sup>4a</sup> is selected from -NR<sup>9a</sup>SO<sub>2</sub>R<sup>7a</sup>, -NR<sup>9a</sup>R<sup>9b</sup>, -C(O)NR<sup>9a</sup>R<sup>9b</sup>,  
 -C<sub>1-3</sub>alkyl, C<sub>1-3</sub>alkyl-NR<sup>9a</sup>SO<sub>2</sub>R<sup>7a</sup>, C<sub>1-3</sub>alkyl-NR<sup>9a</sup>C(O)R<sup>7b</sup>, -  
 15 NR<sup>9a</sup>CO<sub>2</sub>R<sup>7b</sup>, -NR<sup>9a</sup>C(O)R<sup>7b</sup> and C<sub>1-3</sub>alkyl-NR<sup>9a</sup>R<sup>9b</sup>;  
 wherein R<sup>6</sup> is phenyl optionally substituted with one or two  
 R<sup>3</sup>;  
 wherein R<sup>7a</sup> is selected from C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-  
 cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl and -  
 20 (CH<sub>2</sub>)<sub>n</sub>-phenyl;  
 wherein R<sup>7b</sup> is selected from amino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy, C<sub>1-3</sub>-  
 alkylamino, C<sub>2-3</sub>-alkenyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl, H, C<sub>1-3</sub>-alkyl,  
 -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl  
 25 and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
 wherein R<sup>9a</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-  
 (CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and phenyl-  
 (CH<sub>2</sub>)<sub>n</sub>-;  
 wherein R<sup>9b</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-  
 30 (CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, phenyl-(CH<sub>2</sub>)<sub>n</sub>-  
 , amino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylcarbonylamino-C<sub>1-3</sub>-alkyl, C<sub>5-6</sub>-

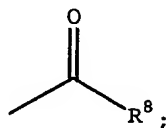
- 281 -

- cycloalkylamino-C<sub>1-3</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryl-amino-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, phenylamino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryloxy-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-3</sub>-alkyloxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkyloxy-C<sub>1-3</sub>-alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-hydroxyalkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;
- wherein k is 1;  
 wherein m is 2;  
 wherein n is 0, 1, 2 or 3; and  
 wherein p is 1 or 2;  
 and a pharmaceutically-acceptable salt thereof.

6. Compound of Claim 3 wherein R is



wherein R<sup>1a</sup>, R<sup>1b</sup>, R<sup>1c</sup>, R<sup>1d</sup>, R<sup>1e</sup>, and R<sup>1f</sup> are H;  
 wherein R<sup>2</sup> is selected from



- wherein R<sup>3</sup> is independently selected from H, chloro, bromo, iodo, fluoro, amino, methyl, trifluoromethyl, trifluoromethoxy and methoxy;
- wherein R<sup>4a</sup> is selected from -[CH<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>SO<sub>2</sub>R<sup>7a</sup>, -NR<sup>9a</sup>SO<sub>2</sub>R<sup>7a</sup>, 4-6 membered heterocyclyl, -NR<sup>9a</sup>R<sup>9b</sup>, -C(O)NR<sup>9a</sup>R<sup>9b</sup>, -[CH<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>C(O)R<sup>7b</sup>, -NR<sup>9b</sup>C(O)R<sup>7a</sup>, -NR<sup>9b</sup>CO<sub>2</sub>R<sup>7a</sup> and -[CH<sub>2</sub>]<sub>p</sub>NR<sup>9a</sup>R<sup>9b</sup>;
- wherein R<sup>4b</sup> is selected from H, C<sub>1-2</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-phenyl, -(CH<sub>2</sub>)<sub>n</sub>-4-10-membered heterocyclyl, fluoro, chloro, -OR<sup>7</sup>, -NR<sup>7</sup>SO<sub>2</sub>R<sup>7</sup>, -N(R<sup>7</sup>)<sub>2</sub>,

- 282 -

cyano,  $-(CH_2)_n-C(O)R^7$ ,  $-C(O)OR^7$ ,  $-(CH_2)_n-C(S)R^7$ ,  $-$   
 $[C(R^7)_2]_pN(R^7)_2$ ,  $-SO_2N(R^7)_2$ ,  $-S(O)_mR^7$ ,  $-C(R^7)_2SO_2CF_3$ ,  $C_{1-2}$ -  
haloalkyl and  $C_{1-2}$ -haloalkoxy;

wherein  $R^5$  is selected from chloro, fluoro, hydroxyl,  $-NR^{7a}R^{7b}$

5 and  $-SO_2N(R^{7a})_2$ ;

wherein  $R^6$  is phenyl optionally substituted with one or two  
 $R^3$ ;

wherein  $R^{7a}$  is selected from  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{5-6}$ -  
cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl and -  
10  $(CH_2)_n$ -phenyl;

wherein  $R^{7b}$  is selected from amino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy,  $C_{1-3}$ -  
3-alkylamino,  $C_{2-3}$ -alkenyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -  
alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkoxy- $C_{1-3}$ -alkyl, H,  $C_{1-3}$ -alkyl,  
-  $(CH_2)_n-C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -4-10-membered heterocyclyl  
15 and  $-(CH_2)_n$ -phenyl;

wherein  $R^8$  is selected from

a) amino- $C_{1-4}$ -alkylamino,

b) amino- $C_{1-4}$ -alkyl,

c)  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkylamino,

20 d)  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,

e) phenyl- $C_{1-4}$ -alkyl-amino- $C_{1-4}$ -alkyl,

f) phenylamino- $C_{1-4}$ -alkyl,

g) 4-10-membered heterocyclyl- $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkyl,

h) N-(4-10-membered heterocyclyl- $C_{1-4}$ -alkyl)amino,

25 i)  $C_{1-4}$ -alkyl,

j) optionally substituted  $C_{3-6}$ -cycloalkyl- $(CH_2)_n$ -,

k) aryl- $(CH_2)_n$ -,

l) optionally substituted 4-10-membered heterocyclyl-  
 $(CH_2)_n$ -,

30 m) amino- $C_{1-4}$ -alkoxy,

n) optionally substituted phenyl- $C_{1-4}$ -alkyl where the  
alkyl portion is substituted with amino, hydroxy or  $C_{1-4}$   
alkylamino, and

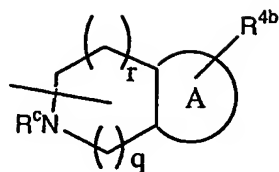
- 283 -

- o) optionally substituted 4-10-membered heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or C<sub>1-4</sub> alkylamino; wherein the cycloalkyl and aryl groups are optionally substituted with 1 to 2 groups selected from R<sup>4b</sup>; the heterocyclyl group is optionally substituted with 1 to 2 groups selected from R<sup>4b</sup> and oxo; and the alkyl group is optionally substituted with 1 to 2 groups selected from R<sup>5</sup>;
- 10 wherein R<sup>9a</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and phenyl-(CH<sub>2</sub>)<sub>n</sub>-;
- wherein R<sup>9b</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, phenyl-(CH<sub>2</sub>)<sub>n</sub>-,
- 15 , amino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylcarbonylamino-C<sub>1-3</sub>-alkyl, C<sub>5-6</sub>-cycloalkylamino-C<sub>1-3</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, 5-6-membered heteroarylamino-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, phenylamino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
- 20 5-6-membered heteroaryloxy-C<sub>1-3</sub>-alkyl, 5-6-membered heteroaryl-C<sub>1-3</sub>-alkyloxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-alkyloxy-C<sub>1-3</sub>-alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-hydroxyalkyl and C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl;
- 25 wherein R<sup>a</sup> are H;
- wherein k is 1;
- wherein m is 2;
- wherein n is 0, 1, 2 or 3; and
- wherein p is 1 or 2;
- 30 and a pharmaceutically-acceptable salt thereof.

7. Compound of Claim 6 wherein R<sup>8</sup> is



- 284 -

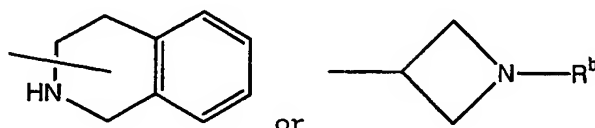


or optionally substituted azetidiny;

wherein A is selected from phenyl or 5-6-membered heteroaryl; wherein R<sup>c</sup> is H or methyl; r is 0 or 1; and q is 0 or 1.

5

8. Compound of Claim 7 wherein R<sup>8</sup> is



or

, where R<sup>b</sup> is

selected from C<sub>1-6</sub>-alkyl, C<sub>5-6</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, 4-10-membered heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>- and phenyl-(CH<sub>2</sub>)<sub>n</sub>-.

10

9. Compound of Claim 1 and pharmaceutically acceptable salts thereof selected from

quinoline-6-carboxylic acid [1-(4-chloro-benzyl)-2-(4-{2-[1-(cyclopropylmethyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;

15

1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-(4-{2-[1-(acetyl-methyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-1-(4-chloro-benzyl)-2-oxo-ethyl]-amide;

quinoline-6-carboxylic acid [2-(4-{2-[1-(bis-cyclopropylmethyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-1-(4-chloro-benzyl)-2-oxo-ethyl]-amide;

20

1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [1-(4-chloro-benzyl)-2-(4-{2-[1-(isobutyl-methyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;

25

quinoline-6-carboxylic acid [2-(4-{2-[(bis-cyclopropylmethyl-amino)methyl]phenyl}-piperazin-1-yl)-1-(4-chlorobenzyl)-2-oxo-ethyl]amide;

- 285 -

- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-  
[(cyclopropylmethyl-propylamino)methyl]phenyl}-piperazin-  
1-yl)-2-oxo-ethyl]amide;
- 5 N-[1-(4-chlorobenzyl)-2-(4-{2-[(cyclopropylmethyl-propyl-  
amino)-methyl]-4-fluorophenyl}-piperazin-1-yl)-2-oxo-  
ethyl]-3-piperidin-1-yl-propionamide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [1-(4-  
chloro-benzyl)-2-(4-{2-[1-(methylsulfonylmethylamino)-  
ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 10 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-(4-{2-  
[(2-aminoethyl)-methylsulfonylamino]-phenyl}-piperazin-1-  
yl)-1-(4-chlorobenzyl)-2-oxo-ethyl]amide;
- azetidine-3-carboxylic acid {1-(4-chlorobenzyl)-2-oxo-2-[4-  
(2-[1,2,3]triazol-2-ylmethylphenyl)piperazin-1-  
15 yl}ethyl}amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-{3-[(2-  
aminoethylcarbamoyl)methyl]-4-(2-  
methylsulfonylaminophenyl)-piperazin-1-yl]-1-(4-  
chlorobenzyl)-2-oxo-ethyl]amide;
- 20 1,2,3,4-tetrahydroisoquinoline-3-carboxylic acid [2-[4-(2-  
{1-[(4-acetylaminobenzyl)methylamino]ethyl}-phenyl)-  
piperazin-1-yl]-1-(4-chlorobenzyl)-2-oxo-ethyl]-amide;
- quinoline-6-carboxylic acid {1-(4-chlorobenzyl)-2-[4-(2-{1-  
[cyclopropylmethyl-(3-methylbutyl)amino]ethyl}-phenyl)-  
25 piperazin-1-yl]-2-oxo-ethyl}-amide;
- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-[1-  
(cyclohexylmethyl-cyclopropylmethyl-amino)-ethyl]-phenyl}-  
piperazin-1-yl)-2-oxo-ethyl]-amide;
- quinoline-6-carboxylic acid {1-(4-chlorobenzyl)-2-[4-(2-{1-  
[cyclopropylmethyl-(3-methylsulfonylpropyl)amino]-  
30 ethyl}phenyl)-piperazin-1-yl]-2-oxo-ethyl}-amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-(4-[4-  
bromo-2-(1-methylamino-ethyl)-phenyl]-piperazin-1-yl)-1-  
(4-chloro-benzyl)-2-oxo-ethyl]-amide;

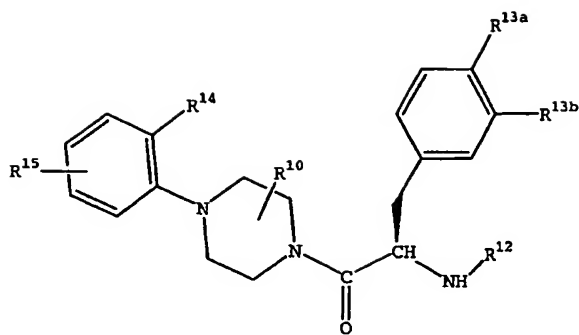
- 286 -

- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-[1-(cyclopropylmethyl-thiophen-3-ylmethylamino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 5 quinoline-6-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 1-isobutyl-azetidine-3-carboxylic acid (1-(4-chloro-benzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonyl-amino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 10 1-(2,2-dimethylpropyl)-azetidine-3-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 1-cyclopropylmethyl-azetidine-3-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)phenyl]piperazin-1-yl}-2-oxo-ethyl)-amide;
- 15 4-benzyloxy-N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-benzamide;
- N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-3-methylamino-propionamide;
- N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonyl-amino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)-3,4-dimethoxybenzamide; and
- 25 piperidine-4-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)amide.

30

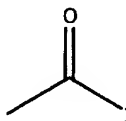
10. A compound of formula II

- 287 -



wherein  $R^{10}$  is selected from H, chloro or fluoro; or wherein  $R^{10}$  is a  $C_{1-4}$ -alkylene bridge;

- 5 wherein  $R^{12}$  is selected from optionally substituted phenyl-  
 $C_{1-2}$ -alkylenyl, optionally substituted 5-10 membered



heteroaryl and  $R^{16}$ ; provided the optionally substituted heterocyclyl is not nitro substituted;

- 10 wherein  $R^{13a}$  and  $R^{13b}$  are independently selected from H,  
 phenyl, fluoro, iodo, bromo, chloro, phenyl,  $C_{1-2}$ -alkyl,  
 $C_{1-2}$ -haloalkyl, and  $C_{1-2}$ -alkoxy; or wherein  $R^{13a}$  and  $R^{13b}$   
 together form an  $C_{1-4}$ -alkenylenyl bridge;

- wherein  $R^{14}$  is selected from  $R^{19}R^{20}N-$ ,  $R^{19}R^{20}N-C_{1-4}$ -alkyl,  
 $(R^{21}R^{22}N-)(O=C-$ ,  $C_{1-4}$ -haloalkyl,  $C_{2-4}$ -hydroxyalkyl,  
 15 heterocyclyloxy- $C_{1-4}$ -alkyl, aryloxy- $C_{1-4}$ -alkyl and  $C_{1-4}$ -  
 alkoxy-carbonyl;

wherein  $R^{15}$  is selected from H,  $C_{1-2}$ -haloalkyl,  $C_{1-4}$ -alkyl,  
 halo,  $-OR^{17}$ , and  $-N(R^{17})_2$ ;

wherein  $R^{16}$  is selected from

- 20 a) 4-6 membered saturated heterocyclyl,  
 b) 10 membered partially saturated heterocyclyl,  
 c) 5-10 membered heteroaryl,  
 d)  $C_{1-4}$ -aminoalkyl,  
 e)  $C_{1-4}$ -aminoalkylamino,  
 25 f)  $C_{1-4}$ -alkylamino- $C_{1-4}$ -alkylamino,

- 288 -

- g) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - h) arylamino-C<sub>1-4</sub>-alkyl,
  - i) aryl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - j) heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - 5 k) aryl, provided if 2-substituted aryl, is 2-substituted with amino or chloro,
  - l) C<sub>1-4</sub>-alkyl,
  - m) aralkyl,
  - n) heterocyclyl-C<sub>1-4</sub>-alkyl, provided R<sup>16</sup> is not 3-methylindol-1-ylethyl,
  - 10 o) C<sub>5-6</sub>-cycloalkyl,
  - p) C<sub>1-4</sub>-aminoalkoxy,
  - q) heterocyclyl-C<sub>1-4</sub>-alkoxy,
  - r) N-(heterocyclyl-C<sub>1-4</sub>-alkyl)amino,
  - 15 s) aryl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or alkylamino, and
  - t) heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or alkylamino;
- wherein R<sup>17</sup> is selected from H, C<sub>1-4</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-
- 20 (CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;
- wherein R<sup>19</sup> is selected from H, R<sup>23</sup>SO<sub>2</sub>-, C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryl-amino-C<sub>1-6</sub>-alkyl,
- 25 heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryloxy-C<sub>1-6</sub>-alkyl, heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, hydroxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-6</sub>-alkoxycarbonyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-6</sub>-alkylaminocarbonyl, arylcarbonyl, aralkylcarbonyl, C<sub>3-7</sub>-cycloalkylcarbonyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-alkylcarbonyl, heteroaryl-C<sub>1-6</sub>-alkylcarbonyl and heteroarylcarbonyl;
- 30

- 289 -

- wherein  $R^{20}$  is selected from H,  $C_{1-8}$ -alkyl,  $C_{3-7}$ -cycloalkyl-  
 $(CH_2)_n$ -,  $C_{1-3}$ -alkylsulfonyl, amino- $C_{1-3}$ -alkylamino,  
heterocyclyl- $(CH_2)_n$ -, and aryl- $(CH_2)_n$ -;  
alternatively  $R^{19}$  and  $R^{20}$  together with the nitrogen atom  
5 form a 4-8 membered heterocyclic ring;  
wherein  $R^{21}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{2-6}$ -alkenyl,  $C_{1-6}$ -  
alkylthio- $C_{1-6}$ -alkyl,  $C_{1-6}$ -alkylcarbonylamino- $C_{1-6}$ -alkyl,  
amino- $C_{1-6}$ -alkyl, heterocyclyl- $(CH_2)_n$ -,  $C_{3-7}$ -cycloalkyl-  
 $(CH_2)_n$ -, and aryl- $(CH_2)_n$ -;  
10 wherein  $R^{22}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{3-7}$ -cycloalkyl-  
 $(CH_2)_n$ -, heterocyclyl- $(CH_2)_n$ - and aryl- $(CH_2)_n$ -;  
alternatively  $R^{21}$  and  $R^{22}$  together with the amide nitrogen  
atom form a 4-7 membered saturated heterocyclic ring;  
wherein  $R^{23}$  is selected from H,  $C_{1-6}$ -alkyl,  $C_{3-7}$ -cycloalkyl-  
15  $(CH_2)_n$ -, heterocyclyl- $(CH_2)_n$ - and aryl- $(CH_2)_n$ -;  
wherein n is 0, 1, 2 or 3; and  
wherein m is 0, 1 or 2;  
wherein aryl, heterocyclyl are optionally substituted with  
one or more substituents selected from  $C_{1-2}$ -haloalkyl,  $C_{1-}$   
20  $3$ -alkyl,  $C_{3-6}$ -cycloalkyl- $(CH_2)_n$ -, chloro, fluoro,  $-OR^{17}$ ,  $-$   
 $NR^{17}CO_2R^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $N(R^{17})_2$ , cyano,  $-COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ ,  
nitro,  $-SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-3}$ -haloalkoxy;  
and a pharmaceutically-acceptable salt thereof.
- 25 11. Compound of Claim 10 wherein  $R^{10}$  is H;  
wherein  $R^{13a}$  is selected from H, phenyl, bromo, chloro,  
trifluoromethyl and methoxy;  
wherein  $R^{13b}$  is H;  
wherein  $R^{15}$  is selected from H and  $C_{1-2}$ -haloalkyl;  
30 wherein  $R^{17}$  is selected from H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{3-6}$ -  
cycloalkyl, and  $-(CH_2)_n$ -phenyl;  
wherein  $R^{19}$  is selected from H,  $R^{23}SO_2$ -,  $C_{1-6}$ -alkyl, amino- $C_{1-3}$ -  
alkyl,  $C_{1-6}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{3-5}$ -cycloalkylamino- $C_{1-3}$ -  
alkyl,  $C_{3-5}$ -cycloalkyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  $C_{1-3}$ -

- 290 -

- alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl,  
heteroaryl-amino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryl-C<sub>1-3</sub>-  
alkyl-amino-C<sub>1-3</sub>-alkyl, phenyl-amino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-  
alkyl-amino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryloxy-C<sub>1-3</sub>-  
5 alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, hydroxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-  
alkoxy-C<sub>1-3</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkoxycarbonyl,  
C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylaminocarbonyl, C<sub>3-6</sub>-  
cycloalkylcarbonyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylcarbonyl,  
phenylcarbonyl, phenyl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6-  
10 membered heteroaryl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6- membered  
heteroarylcarbonyl and -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-5</sub>-cycloalkyl optionally  
substituted with C<sub>1-2</sub>-alkoxycarbonyl;  
wherein R<sup>20</sup> is selected from H, C<sub>1-7</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-  
cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-5-6-membered heterocyclyl, C<sub>1-3</sub>-  
15 alkylsulfonyl, amino-C<sub>1-3</sub>-alkyl and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom  
form a 4-8 membered heterocyclic ring;  
wherein R<sup>21</sup> is selected from H, C<sub>1-3</sub>-alkyl, C<sub>2-3</sub>-alkenyl, C<sub>1-3</sub>-  
alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkylcarbonylamino-C<sub>1-3</sub>-alkyl,  
20 amino-C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-[5- or 6- membered heterocyclyl],  
-(CH<sub>2</sub>)<sub>n</sub>-C<sub>5-6</sub>-cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
wherein R<sup>22</sup> is selected from H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-  
cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-[5- or 6- membered heterocyclyl] and -  
(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
25 alternatively R<sup>21</sup> and R<sup>22</sup> together with the amide nitrogen  
atom form a 5-6 membered heterocyclic ring; and  
wherein R<sup>23</sup> is selected from H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-  
cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-[5- or 6- membered heterocyclyl] and -  
(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
30 wherein phenyl and heterocyclyl are optionally substituted  
with one or more substituents selected from C<sub>1-2</sub>-  
haloalkyl, C<sub>1-2</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>4-6</sub>-cycloalkyl, chloro,  
fluoro, -OR<sup>17</sup>, -NR<sup>17</sup>CO<sub>2</sub>R<sup>17</sup>, -NR<sup>17</sup>SO<sub>2</sub>R<sup>17</sup>, N(R<sup>17</sup>)<sub>2</sub>, cyano, -

- 291 -

$\text{COR}^{17}$ ,  $-\text{C}(\text{R}^{17})_2\text{N}(\text{R}^{17})_2$ , nitro,  $-\text{SO}_2\text{N}(\text{R}^{17})_2$ ,  $-\text{S}(\text{O})_m\text{R}^{17}$ , and  $\text{C}_{1-2}$ -haloalkoxy;

and pharmaceutically-acceptable salts thereof.

- 5           12. Compound of Claim 11 wherein  $\text{R}^{13a}$  is selected from H, bromo and chloro;  
 wherein  $\text{R}^{13b}$  is H;  
 wherein  $\text{R}^{14}$  is selected from trifluoromethyl, 2-hydroxyethyl, 1-hydroxyethyl,  $\text{R}^{19}\text{R}^{20}\text{N}-$ ,  $\text{R}^{19}\text{R}^{20}\text{N}-\text{C}_{1-2}$ -alkyl  
 10           and  $(\text{R}^{21}\text{R}^{22}\text{N}-)(\text{O}=\text{C})-$ ;  
 wherein  $\text{R}^{15}$  is H or trifluoromethyl;  
 wherein  $\text{R}^{17}$  is selected from H, methyl, ethyl, propyl, isopropyl, cyclopropyl, cyclopropylmethyl, cyclopentyl, cyclopentylmethyl, cyclohexyl, cyclohexylmethyl,  
 15           phenylpropyl, phenylethyl, benzyl and phenyl;  
 wherein  $\text{R}^{19}$  is selected from H,  $\text{R}^{23}\text{SO}_2-$ , methyl, ethyl, propyl, isopropyl, isopentyl, 3-ethylbutyl, hydroxymethyl, hydroxyethyl, cyclopropylmethyl, 1-(ethoxycarbonyl)cycloprop-2-ylmethyl,  $\text{R}^{23}\text{SO}_2-$ ,  
 20           aminomethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, dipropylaminoethyl, diisobutylaminoethyl, di-tert-butylmethylaminoethyl, di(3-ethylbutyl)aminoethyl, furylmethylaminoethyl, thienylmethylaminoethyl, benzylaminoethyl,  
 25           di(furylmethyl)aminoethyl,  
               di(cyclohexylmethyl)aminoethyl,  
               di(cyclopropylmethyl)aminoethyl,  
               di(thienylmethyl)aminoethyl, di(benzyl)aminoethyl,  
               phenylmethoxyethyl, pyridyloxymethyl, methylthiopropyl,  
 30           methylcarbonyl, ethylcarbonyl, propylcarbonyl, isopropylcarbonyl, isobutylcarbonyl, tert-butylcarbonyl, pentylcarbonyl, butylcarbonyl, cyclopentylcarbonyl, cyclopropylcarbonyl, cyclobutylcarbonyl, cyclohexylcarbonyl, methoxycarbonyl,



- 292 -

- methoxymethylcarbonyl, ethoxycarbonyl, propoxycarbonyl,  
methylaminocarbonyl, ethylaminocarbonyl,  
propylaminocarbonyl, optionally substituted  
thienylmethylcarbonyl, optionally substituted  
5 benzylcarbonyl, optionally substituted  
phenylethylcarbonyl, optionally substituted  
phenylcarbonyl and optionally substituted  
pyridylcarbonyl;  
wherein R<sup>20</sup> is selected from H, methyl, ethyl, propyl,  
10 isopropyl, butyl, isobutyl, pentyl, hexyl, heptyl,  
cyclopropylmethyl, cyclobutylmethyl, cyclopentylmethyl,  
cyclohexylmethyl, cyclopropyl, cyclohexyl,  
methylsulfonyl, aminoethyl, optionally substituted  
phenyl, optionally substituted imidazolyl, optionally  
15 substituted imidazolylmethyl, optionally substituted  
thienylmethyl, optionally substituted furylmethyl,  
optionally substituted pyrrolidinylmethyl, optionally  
substituted pyridylmethyl, optionally substituted  
thienylmethyl, optionally substituted benzyl, optionally  
20 substituted phenylethyl and optionally substituted  
phenylpropyl;  
alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom  
form a heterocyclic ring selected from triazolyl,  
tetrazolyl, 2-pyridone, oxo-pyrrolidinyl, 2-oxo-  
25 piperidinyl, 4,5-dihydro-2-oxo-oxazolyl, 1,1-dioxo-  
isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl, 3-methyl-2-  
oxo-imidazolin-1-yl, piperidinyl optionally  
substituted with one or more substituents selected  
from methyl, ethyl, propyl, and isopropyl,  
30 piperazinyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl,

- 293 -

imidazolyl optionally substituted with one or more  
substituents selected from methyl, ethyl, propyl, and  
isopropyl, and  
pyrrolidinyl optionally substituted with one or more  
5 substituents selected from methyl, ethyl, propyl, and  
isopropyl;  
wherein R<sup>21</sup> is selected from H, methyl, ethyl, propyl,  
isopropyl, allyl, methylthioethyl, methylthiomethyl,  
methylcarbonylaminoethyl, methylcarbonylaminomethyl,  
10 aminomethyl, aminoethyl, 1-methylpyrrolidinylethyl,  
piperidinylethyl, pyridyl, cyclopentylmethyl,  
cyclohexylmethyl, phenyl, 4-chlorophenylmethyl, 4-  
phenoxyphenylethyl, benzyl and phenylethyl;  
wherein R<sup>22</sup> is H or methyl;  
15 alternatively R<sup>21</sup> and R<sup>22</sup> together form a ring selected from  
pyrrolidinyl, morpholino, piperidinyl, piperazinyl, 4-  
acetylpiperazinyl and 4-methylpiperazinyl; and  
wherein R<sup>23</sup> is selected from H, methyl, ethyl, propyl,  
optionally substituted thienyl, optionally substituted  
20 phenyl, optionally substituted benzyl, optionally  
substituted phenylethyl and optionally substituted  
phenylpropyl;  
wherein phenyl and heterocyclyl are optionally substituted  
with one or more substituents selected from  
25 trifluoromethyl, methyl, nitro, cyano, chloro, methoxy,  
phenyloxy, acetyl, amino, dimethylamino and aminomethyl;  
and pharmaceutically-acceptable salts thereof.

13. Compound of Claim 12 wherein R<sup>14</sup> is selected from  
30 N-pyrrolidinylcarbonyl, N-morpholinocarbonyl, N-  
piperidinylethylaminocarbonyl, benzylaminocarbonyl, N-  
methyl-N-benzylaminocarbonyl, aminoethylaminocarbonyl,  
pyridylaminocarbonyl, methylthioethylaminocarbonyl,  
methylcarbonylaminoethylaminocarbonyl, 1-

- 294 -

methylypyrrolidinylethylaminocarbonyl,  
phenethylaminocarbonyl, phenylaminocarbonyl,  
cyclohexylmethylaminocarbonyl, N-methyl-N-  
phenethylaminocarbonyl, N,N-dimethylaminocarbonyl, 4-  
5 chlorophenylmethylaminocarbonyl,  
phenoxyphenethylaminocarbonyl, allylaminocarbonyl, 4-  
methylpiperazinylcarbonyl, 4-acetylpiperazinylcarbonyl,  
isopropylaminocarbonyl,  
1-(N-cyclopropylmethylamino)ethyl, 1-(N-methyl-N-  
10 methylcarbonylamino)ethyl, 1-(N-isopropylamino)ethyl, 1-(N-  
isobutyl-N-methylamino)ethyl, N-cyclopropylmethyl-N-  
propylaminomethyl, N,N-dicyclopropylmethylaminomethyl, 1-(N-  
propyl-N-methylamino)ethyl, 1-(N-methyl-N-  
methylsulfonylamino)ethyl, triazolylmethyl, imidazol-1-  
15 ylmethyl, 2-isopropylimidazol-1-yl-methyl, 2-propylimidazol-  
1-yl-methyl, 2-oxo-pyrid-1-yl-methyl, 3-pyridyl-oxymethyl,  
2-methylimidazol-1-yl-methyl, tetrazolylmethyl, 2,5-  
dimethylpyrrolidin-1-ylmethyl, 2-oxo-pyrrolidin-1-yl-methyl,  
2-oxo-piperidin-1-yl-methyl, 4,5-dihydro-2-oxo-oxazol-3-yl-  
20 methyl, pyrrolidin-1-ylmethyl, 2,6-dimethylpiperidin-1-  
ylmethyl, piperazin-1-yl-methyl, 4-methylpiperazin-1-yl-  
methyl, piperidin-1-yl-methyl, 1-(N-ethyl-N-  
methylamino)ethyl, 1-(N,N-dipropylamino)ethyl, 1-(N,N-  
diisopropylamino)ethyl, 1-(N-(1-ethoxycarbonyl)cycloprop-2-  
25 ylmethyl-N-methylamino)ethyl, 1-(N-(2-methylbutyl)-N-  
methylamino)ethyl, 1-(N-(4-methylcarbonylamino)phenyl)methyl-  
N-methylamino)ethyl, 1-(N-methylamino)ethyl, 1-(N,N-  
dimethylamino)ethyl, N,N-dimethylaminomethyl, N-  
cyclopropylmethyl-N-methylsulfonylamino)ethyl, 1-(N-(3-  
30 thienyl)methyl-N-methylamino)ethyl, 1-(N-phenylmethoxyethyl-  
N-methylamino)ethyl, 1-(N-(2-methoxyphenyl)methyl-N-  
methylamino)ethyl, 1-(N-(4-pyridyl)methyl-N-  
methylamino)ethyl, 1-(N-(2-pyrrolidinyl)methyl-N-  
methylamino)ethyl, 1-(N-(3-methoxyphenyl)methyl-N-

- 295 -

- methyamino)ethyl, 1-(N-(4-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-benzyl-N-methylamino)ethyl, 1-(N-methyl-N-aminoethylamino)ethyl, 1-(N-cyclohexylmethyl-N-methylamino)ethyl, N,N-dimethylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl,
- 5 N-propyl-N-methylsulfonylamino, N-(methylsulfonyl)-N-propylamino, N-(methylsulfonyl)-N-cyclopropylmethylamino, N-(methylsulfonyl)-N-aminoethylamino, N-(methylsulfonyl)-N-(N',N'-dimethylaminoethyl)amino, N-(N',N'-diethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-dipropylaminoethyl)-N-methylsulfonylamino, N-(N',N'-diisobutylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di-tert-butylmethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di(cyclopropylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(2-furylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(3-thienylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(benzyl)aminoethyl)-N-methylsulfonylamino, N-(methylsulfonyl)-N-isobutylamino, N-(methylsulfonyl)-N-methylamino, N-(methylsulfonyl)-N-phenethylamino, N-(methylsulfonyl)amino, N-(benzylsulfonyl)amino, N-(propylsulfonyl)amino, N-(phenylsulfonyl)amino, N-(methylsulfonyl)-N-phenylpropylamino, thienylsulfonylamino, (2-nitrophenyl)methylsulfonylamino, (2,4,6-trimethylphenyl)sulfonylamino, (2-cyanophenyl)sulfonylamino,
- 10 N-methoxymethylcarbonyl-N-cyclopropylmethylamino, N-methylcarbonyl-N-cyclopropylmethylamino, N-phenylcarbonyl-N-cyclopropylmethylamino, N-(3-methoxyphenylcarbonyl)-N-cyclopropylmethylamino, N-benzylcarbonyl-N-cyclopropylmethylamino, N-phenylethyl-N-cyclopropylmethylamino, N-(2-imidazolyl)-N-cyclopropylmethylamino, N-(4-methyl-5-imidazolyl)-N-cyclopropylmethylamino, N-(2-thienylmethyl)-N-
- 15 20 25 30

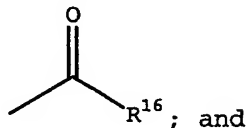
- 296 -

- cyclopropylmethylamino, N-(3-thienylmethyl)-N-  
cyclopropylmethylamino, N-(3-furylmethyl)-N-  
cyclopropylmethylamino, N-(4-imidazolyl)-N-  
cyclopropylmethylamino, N-cyclopentylcarbonyl-N-  
5 cyclopropylmethylamino, N-cyclohexylcarbonyl-N-  
cyclopropylmethylamino, N-methylthiopropyl-N-  
cyclopropylmethylamino, N-ethylcarbonyl-N-  
cyclopropylmethylamino, N-isopropylcarbonyl-N-  
cyclopropylmethylamino, N-isobutylcarbonyl-N-  
10 cyclopropylmethylamino, N-ethyl-N-cyclopropylmethylamino, N-  
isobutyl-N-cyclopropylmethylamino, N-cyclopropylcarbonyl-N-  
cyclopropylmethylamino, N,N-di(cyclopropylmethyl)amino,  
N-methoxymethylcarbonyl-N-aminoethylamino, N-  
ethylcarbonyl-N-aminoethylamino, N-isopropylcarbonyl-N-  
15 aminoethylamino, N-isobutylcarbonyl-N-aminoethylamino, N-  
tert-butylcarbonyl-N-aminoethylamino, N-propylcarbonyl-N-  
aminoethylamino, N-pentylcarbonyl-N-aminoethylamino, N-  
ethyl-N-aminoethylamino, N-propyl-N-aminoethylamino, N-  
cyclopropyl-N-aminoethylamino, N-cyclopropylmethyl-N-  
20 aminoethylamino, N-cyclobutylmethyl-N-aminoethylamino, N-  
butyl-N-aminoethylamino, N-pentyl-N-aminoethylamino, N-  
hexyl-N-aminoethylamino, N-heptyl-N-aminoethylamino, N-(3-  
ethylbutyl)-N-aminoethylamino, N-cyclohexylcarbonyl-N-  
aminoethylamino, N-phenylcarbonyl-N-aminoethylamino, N-(3-  
25 methoxyphenyl)carbonyl-N-aminoethylamino, N-benzylcarbonyl-  
N-aminoethylamino, N-phenylethylcarbonyl-N-aminoethylamino,  
N-pyridylcarbonyl-N-aminoethylamino, N-thienylmethyl-N-  
aminoethylamino,  
aminoethylamino, pyridylcarbonylamino, N-  
30 cyclopropylmethylamino, methylcarbonylamino,  
methoxycarbonylamino, trifluoromethyl, 2-hydroxyethyl, 1-  
hydroxyethyl, methylaminocarbonylamino, 1,1-dioxo-  
isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl and 3-methyl-2-  
oxo-imidazolin-1-yl;

- 297 -

and pharmaceutically-acceptable salts thereof.

14. Compound of Claim 12 wherein R<sup>12</sup> is selected from



5

wherein R<sup>16</sup> is selected from

- a) 4-6 membered saturated heterocyclyl,
- b) 10 membered partially saturated heterocyclyl,
- c) 5-10 membered heteroaryl,
- 10 d) C<sub>1-3</sub>-aminoalkyl,
- e) C<sub>1-3</sub>-aminoalkylamino,
- f) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkylamino,
- g) C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
- h) phenylamino-C<sub>1-3</sub>-alkyl,
- 15 i) phenyl-C<sub>1-4</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
- j) heterocyclyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl,
- k) phenyl, naphthyl or tetrahydronaphthyl, provided R<sup>16</sup> is  
not 2-methoxyphenyl, 2-phenoxyphenyl or 2-  
phenylaminophenyl,
- 20 l) C<sub>1-3</sub>-alkyl,
- m) phenyl-C<sub>1-2</sub>-alkyl,
- n) 5-10-membered saturated or partially unsaturated  
heterocyclylmethyl,
- o) 5-6 membered heteroaryl-C<sub>1-4</sub>-alkyl,
- 25 p) optionally substituted C<sub>5-6</sub>-cycloalkyl,
- q) C<sub>1-3</sub>-aminoalkoxy,
- r) [5- or 6- membered heterocyclyl]-C<sub>1-3</sub>-alkoxy,
- s) N-(5-10-membered heterocyclyl-C<sub>1-3</sub>-alkyl)amino,
- t) phenyl-C<sub>1-2</sub>-alkyl where the alkyl portion is  
30 substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino, and

- 298 -

u) 5- or 6- membered heterocyclyl-C<sub>1-3</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino; and pharmaceutically-acceptable salts thereof.

5

15. Compound of Claim 14 wherein R<sup>16</sup> is selected from N-(piperidylmethyl)amino, aminopropylamino, aminomethyl, aminoethyl, aminopropyl, N-methylaminomethyl, N-(4-chlorophenyl)aminoethyl, N-methylaminoethyl, N,N-dimethylaminoethyl, 2-aminoethyl, aminopropoxy, pyrrolidinylmethoxy, N-methylaminoethylamino, 3-aminocyclopentyl, 4-aminocyclohexyl, 1-aminocyclohexyl, 2-indolyl, octahydro-indolyl, 1-methylindol-2-yl, 3-pyridyl, 2-pyridyl, N-methylbenzopyrrolyl, 5-benzopyrrolyl, 2-benzofuran, benzodioxolyl, 2-benzothienyl, 4-imidazolylmethyl, 3-azetidiny optionally N-substituted with a substituent selected from methyl, ethyl, propyl, isopropyl, butyl, isobutyl, pentyl, cyclohexylmethyl and benzyl, 6-quinolyl, 2-quinolyl, 3-isoquinolyl, tetrahydroisoquinolyl, N-methylpyrrolidin-2-yl, pyrrolidin-2-yl, 5-oxopyrrolidin-2-yl, 3-phenylpyrrolidin-2-yl, (1-methyl-5-oxo-2-(pyridin-3-yl)-pyrrolidin-3-yl)methyl, piperidin-1-yl ethyl, thienyl, 4-piperidyl, 4-piperidylmethyl, N-methyl-4-piperidyl, N-methyl-2-piperidyl, N-ethyl-4-piperidyl, N-isobutyl-4-piperidyl, 3-piperidyl, 3-(aminomethyl)phenyl, 4-(trifluoromethyl)phenyl, 3-(trifluoromethyl)phenyl, 2-methylphenyl, 4-methoxyphenyl, 4-chlorophenyl, 3-chlorophenyl, 2-chlorophenyl, 3,4-dichlorophenyl, 4-fluorophenyl, 3-fluorophenyl, 2-aminophenyl, 3-aminophenyl, isopropyl, 4-chlorophenylmethyl, benzyl, phenyl-2-hydroxyethyl, 1-(amino)benzyl, 2-(1,2,3,4-tetrahydronaphthyl), naphthyl, (2-benzylamino)ethyl,

- 299 -

imidazol-4-yl-(1-amino)ethyl, phenyl-1-(methylamino)ethyl  
and phenyl-1-(amino)ethyl;

and pharmaceutically-acceptable salts thereof.

- 5           16. Compound of Claim 15 and pharmaceutically  
acceptable salts thereof selected from
- N*-[(1*R*)-1-[(3,4-dichlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-  
10           carboxamide;
- N*-[(1*R*)-1-[(3,4-dichlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]azetidin-3-ylcarboxamide;  
((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-*N*-[(1*S*)-1-[(4-  
15           chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]carboxamide;
- N*-[(1*R*)-1-[(4-methoxyphenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
20           oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-  
carboxamide;
- N*-[(1*R*)-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-  
2-oxo-1-{[4-(trifluoromethyl)phenyl]  
methyl}ethyl)((3*S*)(3-1,2,3,4-  
25           tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[(2-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-  
carboxamide;
- 30           *N*-[(1*R*)-1-[(3-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))-  
carboxamide;



- 300 -

- N*-[(1*R*)-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-1-(naphthylmethyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- 5     *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-aminoacetamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((2*S*)(2-piperidyl))carboxamide;
- 10    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-aminopropanamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-(methylanino)acetamide;
- 15     *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2*S*)-2-amino-3-phenylpropanamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-piperidylcarboxamide;
- 20     *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2*S*)-2-amino-3-imidazol-4-ylpropanamide;
- 25    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-aminobutanamide;
- ((2*R*)azetidin-2-yl)-*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]carboxamide;
- 30     *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]indol-2-ylcarboxamide;

- 301 -

- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-  
methylindol-2-yl)carboxamide;
- 5 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](3-  
chlorophenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](4-  
chlorophenyl)carboxamide;
- 10 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-  
methylphenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](4-  
15 methoxyphenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-  
chlorophenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
20 oxoethyl](3,4-dichlorophenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](3-  
(trifluoromethyl)phenyl)carboxamide;
- 25 2*H*-benzo[*d*]1,3-dioxolan-5-yl-*N*-[(1*R*)-1-[(4-  
chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](4-  
30 (trifluoromethyl)phenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-  
phenylacetamide;

- 302 -

- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-  
pyridylcarboxamide;
- 5 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-  
pyridylcarboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-4-  
pyridylcarboxamide;
- 10 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-2-  
methylpropanamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-6-  
15 quinolylcarboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-  
oxoethyl]azetidin-3-ylcarboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl][3-  
20 (aminomethyl)phenyl]carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-  
piperidylcarboxamide;
- 25 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](2-  
aminophenyl)carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-  
30 methyl(2-piperidyl))carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-  
[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl](1-  
methyl(4-piperidyl))carboxamide;

- 303 -

- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-(dimethylamino)propanamide;
- 5 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] - 3-[(4-chlorophenyl)amino] propanamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- 10 *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[methyl(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]-3-1,2,3,4-tetrahydroisoquinolylcarboxamide;
- N*-[(1*R*)-2-(4-{2-[(2-aminoethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- 15 *N*-[(1*S*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]azetidin-3-ylcarboxamide;
- 20 quinoline-6-carboxylic acid [1-(4-chloro-benzyl)-2-(4-{2-[1-(cyclopropylmethyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-(4-{2-[1-(acetyl-methyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-1-(4-chloro-benzyl)-2-oxo-ethyl]-amide;
- 25 quinoline-6-carboxylic acid [2-(4-{2-[1-(bis-cyclopropylmethyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-1-(4-chloro-benzyl)-2-oxo-ethyl]-amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [1-(4-chloro-benzyl)-2-(4-{2-[1-(isobutyl-methyl-amino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 30 quinoline-6-carboxylic acid [2-(4-{2-[(bis-cyclopropylmethyl-amino)methyl]phenyl}-piperazin-1-yl)-1-(4-chlorobenzyl)-2-oxo-ethyl]amide;

- 304 -

- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-  
[(cyclopropylmethyl-propylamino)methyl]phenyl}-piperazin-  
1-yl)-2-oxo-ethyl]amide;
- 5 N-[1-(4-chlorobenzyl)-2-(4-{2-[(cyclopropylmethyl-propyl-  
amino)-methyl]-4-fluorophenyl}-piperazin-1-yl)-2-oxo-  
ethyl]-3-piperidin-1-yl-propionamide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [1-(4-  
chloro-benzyl)-2-(4-{2-[1-(methylsulfonylmethylamino)-  
ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 10 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-(4-{2-  
[(2-aminoethyl)-methylsulfonylamino]-phenyl}-piperazin-1-  
yl)-1-(4-chlorobenzyl)-2-oxo-ethyl]amide;
- azetidine-3-carboxylic acid {1-(4-chlorobenzyl)-2-oxo-2-[4-  
(2-[1,2,3]triazol-2-ylmethylphenyl)piperazin-1-  
15 yl]ethyl}amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-[3-[(2-  
aminoethylcarbamoyl)methyl]-4-(2-  
methylsulfonylaminophenyl)-piperazin-1-yl]-1-(4-  
chlorobenzyl)-2-oxo-ethyl]amide;
- 20 1,2,3,4-tetrahydroisoquinoline-3-carboxylic acid [2-[4-(2-  
{1-[(4-acetylaminobenzyl)methylamino]ethyl}-phenyl)-  
piperazin-1-yl]-1-(4-chlorobenzyl)-2-oxo-ethyl]-amide;
- quinoline-6-carboxylic acid {1-(4-chlorobenzyl)-2-[4-(2-{1-  
[cyclopropylmethyl-(3-methylbutyl)amino]ethyl}-phenyl)-  
25 piperazin-1-yl]-2-oxo-ethyl}-amide;
- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-[1-  
(cyclohexylmethyl-cyclopropylmethyl-amino)-ethyl]-phenyl}-  
piperazin-1-yl)-2-oxo-ethyl]-amide;
- quinoline-6-carboxylic acid {1-(4-chlorobenzyl)-2-[4-(2-{1-  
30 [cyclopropylmethyl-(3-methylsulfonylpropyl)amino]-  
ethyl}phenyl)-piperazin-1-yl]-2-oxo-ethyl}-amide;
- 1,2,3,4-tetrahydro-isoquinoline-3-carboxylic acid [2-{4-[4-  
bromo-2-(1-methylamino-ethyl)-phenyl]-piperazin-1-yl}-1-  
(4-chloro-benzyl)-2-oxo-ethyl]-amide;

- 305 -

- quinoline-6-carboxylic acid [1-(4-chlorobenzyl)-2-(4-{2-[1-(cyclopropylmethyl-thiophen-3-ylmethylamino)-ethyl]-phenyl}-piperazin-1-yl)-2-oxo-ethyl]-amide;
- 5 quinoline-6-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 1-isobutyl-azetidine-3-carboxylic acid (1-(4-chloro-benzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonyl-amino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 10 1-(2,2-dimethylpropyl)-azetidine-3-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)-amide;
- 1-cyclopropylmethyl-azetidine-3-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)phenyl]piperazin-1-yl}-2-oxo-ethyl)-amide;
- 15 4-benzyloxy-N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-benzamide;
- N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonylamino)-phenyl]-piperazin-1-yl}-2-oxo-ethyl)-3-methylamino-propionamide;
- N-(1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methylsulfonyl-amino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)-3,4-dimethoxybenzamide;
- 25 piperidine-4-carboxylic acid (1-(4-chlorobenzyl)-2-{4-[2-(cyclopropylmethyl-methanesulfonylamino)phenyl]-piperazin-1-yl}-2-oxo-ethyl)amide;
- 30 N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(cyclopropylmethyl)(methylsulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;

- 306 -

- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(2-methylpropyl)(methanesulfonyl)amino]phenyl}-piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 5    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methanesulfonyl)(2-phenylethyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 10    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(propylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(thienylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 15    *N*-[2-(4-{(2*R*)-2-[(3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl}piperazinyl)phenyl]-2-methylpropanamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-{4-[2-({(2-nitrophenyl)methyl)sulfonyl}amino)phenyl]piperazinyl}-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 20    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-[2-(3-pyridylcarbonylamino)phenyl]piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 25    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methanesulfonyl)amino]phenyl}piperazinyl)-2-oxoethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;
- 30    *N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[(phenylsulfonyl)amino]phenyl}piperazinyl)ethyl]((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl)) carboxamide;

- 307 -

- N*-{(1*R*)-1-[ (4-chlorophenyl)methyl]-2-oxo-2-[4-(2-{[benzylsulfonyl]amino}phenyl)piperazinyl]ethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-2-(4-{2-[ (2-aminoethyl)amino]phenyl)piperazinyl]-1-  
5 [ (4-chlorophenyl)methyl]-2-oxoethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- [2-(4-{(2*R*)-2-[( (3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl]phenyl]-*N,N*-  
10 dimethylcarboxamide;
- methyl 2-(4-{(2*R*)-2-[( (3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-chlorophenyl)propanoyl)piperazinyl)benzoate;
- N*-((1*R*)-1-[ (4-chlorophenyl)methyl]-2-{4-[2-(morpholin-4-ylcarbonyl)phenyl]piperazinyl}-2-oxoethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;  
15
- N*-((1*R*)-1-[ (4-chlorophenyl)methyl]-2-oxo-2-{4-[2-(pyrrolidinylcarbonyl)phenyl]piperazinyl}ethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[ (4-chlorophenyl)methyl]-2-(4-{2-[*N*-methyl-*N*-benzylcarbonyl]phenyl)piperazinyl}-2-oxoethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;  
20
- N*-((1*R*)-1-[ (4-chlorophenyl)methyl]-2-oxo-2-{4-[2-(*N*-prop-2-enylcarbonyl)phenyl]piperazinyl}ethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;  
25
- N*-{(1*R*)-1-[ (4-chlorophenyl)methyl]-2-oxo-2-[4-(2-{[4-benzylpiperazinyl]carbonyl}phenyl)piperazinyl]ethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[ (4-chlorophenyl)methyl]-2-(4-{2-[ (4-methylpiperazinyl)carbonyl]phenyl)piperazinyl}-2-oxoethyl)}((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;  
30
- N*-(2-{[2-(4-{(2*R*)-2-[( (3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carbonylamino]-3-(4-



- 308 -

chlorophenyl)propanoyl)piperazinyl)phenyl]carbonylamino)ethyl)acetamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[*N*-methyl-*N*-(2-phenylethyl) carbamoyl]phenyl)piperazinyl)-2-oxoethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[*N*-(2-methylthioethyl) carbamoyl]phenyl)piperazinyl)-2-oxoethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-[4-(2-{*N*-[(4-chlorophenyl)methyl] carbamoyl]phenyl)piperazinyl]-2-oxoethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-{*N*-(phenylcarbamoyl)phenyl)piperazinyl]ethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-[4-(2-{*N*-[2-(1-methylpyrrolidin-2-yl)ethyl] carbamoyl]phenyl)piperazinyl]-2-oxoethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-2-(4-{2-[4-acetyl]piperazinyl)carbonyl]phenyl)piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-{*N*-[2-(3-phenoxyphenyl)ethyl] carbamoyl]phenyl)piperazinyl]ethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[*N*-(2-phenylethyl) carbamoyl]phenyl)piperazinyl) ethyl] (3*S*) (3-1,2,3,4-tetrahydroisoquinolyl)] carboxamide;

*N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-{2-[*N*-(2-piperidylethyl) carbamoyl]phenyl}

- 309 -

- piperazinyl)ethyl)((3S)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[*N*-(cyclohexylmethyl)carbamoyl]phenyl}piperazinyl)-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-2-(4-{2-[*N*-(2-aminoethyl)carbamoyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-2-(4-{2-[(dimethylamino)methyl]phenyl}piperazinyl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl]azetidin-3-ylcarboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-phenylpiperazinyl)ethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-(4-(2-pyridyl)piperazinyl)ethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide;
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-oxo-2-[4-(2-pyridylmethyl)piperazinyl]ethyl)-3-1,2,3,4-tetrahydroisoquinolylcarboxamide;
- N*-[(1*R*)-2-(2,5-diaza-5-{2-[(methylsulfonyl)amino]phenyl}bicyclo[2.2.1]hept-2-yl)-1-[(4-chlorophenyl)methyl]-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide; and
- N*-[(1*R*)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl}(1,4-diazaperhydroepinyl))-2-oxoethyl)((3*S*)(3-1,2,3,4-tetrahydroisoquinolyl))carboxamide.

- 310 -

17. Compound of Claim 12 wherein R<sup>12</sup> is selected from optionally substituted benzyl, and optionally substituted 5-10-membered heteroaryl; and wherein R<sup>13a</sup> and R<sup>13b</sup> are independently H or chloro.

5

18. Compound of Claim 17 wherein R<sup>12</sup> is selected from oxazolo[5,4-b]pyridin-2-yl, oxazolo[4,5-b]pyridin-2-yl, 4-chlorobenzyl, benzoxazol-2-yl and optionally substituted benzyl.

10

19. Compound of Claim 18 and pharmaceutically acceptable salts thereof selected from

(2R)-3-(4-chlorophenyl)-1-(4-{2-

[(methylsulfonyl)amino]phenyl)piperazinyl)-2-

15 [benzylamino]propan-1-one;

(2R)-2-({[4-(dimethylamino)phenyl]methyl}amino)-3-(4-

chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]-

phenyl)piperazinyl)propan-1-one;

(2R)-3-(4-chlorophenyl)-1-(4-{2-

20 [(methylsulfonyl)amino]phenyl)piperazinyl)-2-[(2-

pyridylmethyl)amino]propan-1-one;

(2R)-3-(4-chlorophenyl)-2-({[4-chlorophenyl]methyl}amino)-

1-(4-{2-[(methyl sulfonyl)

amino]phenyl)piperazinyl)propan-1-one;

25 (2R)-2-({[(2R)-pyrrolidin-2-yl]methyl}amino)-3-(4-

chlorophenyl)-1-(4-{2-[(methyl sulfonyl)amino]phenyl)-

piperazinyl)propan-1-one;

(2R)-3-(4-chlorophenyl)-2-[(indol-2-ylmethyl)amino]-1-(4-

{2-[(methylsulfonyl) amino]phenyl)piperazinyl)propan-1-

30 one;

(2R)-2-({[(3S) (3-(1,2,3,4-tetrahydroisoquinolyl))methyl]-

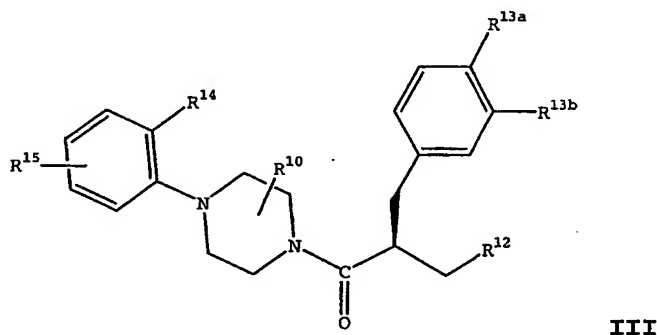
amino)-3-(4-chloro phenyl)-1-(4-{2-

[(methylsulfonyl)amino]-phenyl)piperazinyl)propan-1-one;

- 311 -

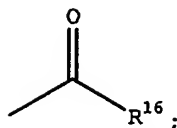
- (2R)-2-[(2H, 3H-benzo[3,4-e]1,4-dioxin-6-ylmethyl)amino]-3-(4-chlorophenyl)-1-(4-{2-[(methylsulfonyl)amino]phenyl}-piperazinyl)propan-1-one;
- 5 N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] [(2R)pyrrolidin-2-yl)methoxy]carboxamide;
- N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] (3-aminopropoxy)carboxamide;
- 10 N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] [(3-aminopropyl)amino]carboxamide;
- N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] [(4-piperidylmethyl)amino]carboxamide; and
- 15 N-[(1R)-1-[(4-chlorophenyl)methyl]-2-(4-{2-[(methylsulfonyl)amino]phenyl} piperazinyl)-2-oxoethyl] {[2-(methylamino)ethyl]amino}carboxamide.

20 20. A compound of formula III



- wherein  $R^{10}$  is selected from H, chloro or fluoro; or
- 25 wherein  $R^{10}$  is a  $C_{1-4}$ -alkylene bridge;
- wherein  $R^{12}$  is selected from optionally substituted phenyl- $C_{1-2}$ -alkylenyl, optionally substituted 5-10 membered heteroaryl and

- 312 -



- wherein R<sup>13a</sup> and R<sup>13b</sup> are independently selected from H, fluoro, iodo, bromo, chloro, phenyl, C<sub>1-2</sub>-alkyl, C<sub>1-2</sub>-haloalkyl, and C<sub>1-2</sub>-alkoxy; or wherein R<sup>13a</sup> and R<sup>13b</sup> together form an C<sub>1-4</sub>-alkenylene bridge;
- 5 wherein R<sup>14</sup> is selected from R<sup>19</sup>R<sup>20</sup>N-, R<sup>19</sup>R<sup>20</sup>N-C<sub>1-4</sub>-alkyl, (R<sup>21</sup>R<sup>22</sup>N-) (O=)C-, C<sub>1-4</sub>-haloalkyl, C<sub>2-4</sub>-hydroxyalkyl, heterocycloxy-C<sub>1-4</sub>-alkyl, aryloxy-C<sub>1-4</sub>-alkyl and C<sub>1-4</sub>-alkoxycarbonyl;
- 10 wherein R<sup>15</sup> is selected from H, C<sub>1-2</sub>-haloalkyl, C<sub>1-4</sub>-alkyl, halo, -OR<sup>17</sup>, and -N(R<sup>17</sup>)<sub>2</sub>;
- wherein R<sup>16</sup> is selected from
- a) 4-6 membered saturated heterocyclyl,
  - b) 10 membered partially saturated heterocyclyl,
  - 15 c) optionally substituted 5-10 membered heteroaryl,
  - d) C<sub>1-4</sub>-aminoalkyl,
  - e) C<sub>1-4</sub>-aminoalkylamino,
  - f) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkylamino,
  - g) C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - 20 h) arylamino-C<sub>1-4</sub>-alkyl,
  - i) aryl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - j) heterocyclyl-C<sub>1-4</sub>-alkylamino-C<sub>1-4</sub>-alkyl,
  - k) o aryl, provided if 2-substituted aryl, is 2-substituted with amino or chloro,
  - 25 l) C<sub>1-4</sub>-alkyl,
  - m) o aryl-C<sub>1-4</sub>-alkyl,
  - n) heterocyclyl-C<sub>1-4</sub>-alkyl, provided R<sup>16</sup> is not 3-methylindol-1-ylethyl,
  - o) C<sub>5-6</sub>-cycloalkyl,
  - 30 p) C<sub>1-4</sub>-aminoalkoxy,
  - q) heterocyclyl-C<sub>1-4</sub>-alkoxy,
  - r) N-(heterocyclyl-C<sub>1-4</sub>-alkyl) amino,

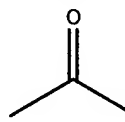
- 313 -

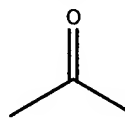
- s) aryl-C<sub>1-4</sub>-alkyl where the alkyl portion is substituted with amino, hydroxy or C<sub>1-4</sub>-alkylamino, and
- t) heterocyclyl-C<sub>1-4</sub>-alkylenyl where the alkylenyl portion is substituted with amino, hydroxy or C<sub>1-4</sub>-alkylamino;
- 5 wherein R<sup>17</sup> is selected from H, C<sub>1-4</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;
- wherein R<sup>19</sup> is selected from H, R<sup>23</sup>SO<sub>2</sub>-, C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, amino-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkylamino-C<sub>1-6</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryl-amino-C<sub>1-6</sub>-alkyl,
- 10 heteroaryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, arylamino-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkylamino-C<sub>1-6</sub>-alkyl, heteroaryloxy-C<sub>1-6</sub>-alkyl, heteroaryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, aryloxy-C<sub>1-6</sub>-alkyl, aryl-C<sub>1-6</sub>-alkyloxy-C<sub>1-6</sub>-alkyl, hydroxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-6</sub>-alkoxycarbonyl, C<sub>1-6</sub>-alkoxy-C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-6</sub>-alkylaminocarbonyl, arylcarbonyl, aralkylcarbonyl, C<sub>3-7</sub>-cycloalkylcarbonyl, C<sub>3-7</sub>-cycloalkyl-C<sub>1-6</sub>-alkylcarbonyl, heteroaryl-C<sub>1-6</sub>-alkylcarbonyl and
- 15 heteroarylcarbonyl;
- wherein R<sup>20</sup> is selected from H, C<sub>1-8</sub>-alkyl, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, C<sub>1-3</sub>-alkylsulfonyl, amino-C<sub>1-3</sub>-alkylamino, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;
- alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom
- 25 form a 4-8 membered heterocyclic ring;
- wherein R<sup>21</sup> is selected from H, C<sub>1-6</sub>-alkyl, C<sub>2-6</sub>-alkenyl, C<sub>1-6</sub>-alkylthio-C<sub>1-6</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonylamino-C<sub>1-6</sub>-alkyl, amino-C<sub>1-6</sub>-alkyl, heterocyclyl-(CH<sub>2</sub>)<sub>n</sub>-, C<sub>3-7</sub>-cycloalkyl-(CH<sub>2</sub>)<sub>n</sub>-, and aryl-(CH<sub>2</sub>)<sub>n</sub>-;
- 30 wherein R<sup>22</sup> is selected from H, C<sub>1-6</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-7</sub>-cycloalkyl, -(CH<sub>2</sub>)<sub>n</sub>-heterocyclyl and -(CH<sub>2</sub>)<sub>n</sub>-aryl;
- alternatively R<sup>21</sup> and R<sup>22</sup> together with the amide nitrogen atom form a 4-7 membered saturated heterocyclic ring;

- 314 -

- wherein  $R^{23}$  is selected from H,  $C_{1-6}$ -alkyl,  $-(CH_2)_n-C_{3-7}$ -cycloalkyl,  $-(CH_2)_n$ -heterocyclyl and  $-(CH_2)_n$ -aryl;  
 wherein n is 0, 1, 2 or 3;  
 wherein m is 0, 1 or 2; and  
 5 wherein aryl, heterocyclyl are optionally substituted with one or more substituents selected from  $C_{1-2}$ -haloalkyl,  $C_{1-3}$ -alkyl,  $-(CH_2)_n-C_{4-6}$ -cycloalkyl, chloro, fluoro,  $-OR^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $-NR^{17}CO_2R^{17}$ ,  $N(R^{17})_2$ , cyano,  $-COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ , nitro,  $-SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-3}$ -haloalkoxy;  
 10 and pharmaceutically-acceptable salts thereof.

21. Compound of Claim 20 wherein  $R^{10}$  is H;



- wherein  $R^{12}$  is selected from , optionally substituted benzyl and optionally substituted 5-10-membered heterocyclyl;  
 15 wherein  $R^{13a}$  and  $R^{13b}$  are independently selected from H, bromo, chloro, trifluoromethyl and methoxy;  
 wherein  $R^{14}$  is selected from trifluoromethyl, 2-hydroxyethyl, 1-hydroxyethyl,  $R^{19}R^{20}N-$ ,  $R^{19}R^{20}N-C_{1-2}$ -alkyl  
 20 and  $(R^{21}R^{22}N-)(O=C)-$ ;  
 wherein  $R^{15}$  is selected from H and  $C_{1-2}$ -haloalkyl;  
 wherein  $R^{16}$  is selected from  
 a) 4-6 membered saturated heterocyclyl,  
 b) 10 membered partially saturated heterocyclyl,  
 25 c) 5-10 membered heteroaryl,  
 d)  $C_{1-3}$ -aminoalkyl,  
 e)  $C_{1-3}$ -aminoalkylamino,  
 f)  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkylamino,  
 g)  $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,  
 30 h) phenylamino- $C_{1-3}$ -alkyl,  
 i) phenyl- $C_{1-4}$ -alkylamino- $C_{1-3}$ -alkyl,  
 j) heterocyclyl- $C_{1-3}$ -alkylamino- $C_{1-3}$ -alkyl,

- 315 -

- k) phenyl, naphthyl or tetrahydronaphthyl,  
 l) C<sub>1-3</sub>-alkyl,  
 m) phenyl-C<sub>1-2</sub>-alkyl,  
 n) 5-10-membered saturated or partially unsaturated  
 5 heterocyclymethyl,  
 o) 5-6 membered heteroaryl-C<sub>1-4</sub>-alkyl,  
 p) C<sub>5-6</sub>-cycloalkyl,  
 q) C<sub>1-3</sub>-aminoalkoxy,  
 r) [5- or 6- membered heterocyclyl]-C<sub>1-3</sub>-alkoxy,  
 10 s) N-(5-10-membered heterocyclyl-C<sub>1-3</sub>-alkyl)amino,  
 t) phenyl-C<sub>1-2</sub>-alkyl where the alkyl portion is  
 substituted with amino, hydroxy or C<sub>1-3</sub>-alkylamino, and  
 u) 5- or 6-membered heterocyclyl-C<sub>1-3</sub>-alkylenyl where the  
 alkylenyl portion is substituted with amino, hydroxy or  
 15 C<sub>1-3</sub>-alkylamino;  
 wherein R<sup>17</sup> is selected from H, C<sub>1-3</sub>-alkyl, -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-6</sub>-  
 cycloalkyl, and -(CH<sub>2</sub>)<sub>n</sub>-phenyl;  
 wherein R<sup>19</sup> is selected from H, R<sup>23</sup>SO<sub>2</sub>-, C<sub>1-6</sub>-alkyl, amino-C<sub>1-3</sub>-  
 alkyl, C<sub>1-5</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>3-5</sub>-cycloalkylamino-C<sub>1-3</sub>-  
 20 alkyl, C<sub>3-5</sub>-cycloalkyl-C<sub>1-3</sub>-alkylamino-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-  
 alkylthio-C<sub>1-3</sub>-alkyl, C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkyl,  
 heteroaryl-amino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryl-C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkyl, phenylamino-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-  
 alkylamino-C<sub>1-3</sub>-alkyl, 5-6 membered heteroaryloxy-C<sub>1-3</sub>-  
 25 alkyl, phenyloxy-C<sub>1-3</sub>-alkyl, hydroxy-C<sub>1-3</sub>-alkyl, phenyl-C<sub>1-3</sub>-  
 alkoxy-C<sub>1-3</sub>-alkyl, C<sub>1-6</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkoxycarbonyl,  
 C<sub>1-3</sub>-alkoxy-C<sub>1-3</sub>-alkylcarbonyl, C<sub>1-3</sub>-alkylaminocarbonyl, C<sub>3-6</sub>-  
 cycloalkylcarbonyl, C<sub>3-6</sub>-cycloalkyl-C<sub>1-3</sub>-alkylcarbonyl,  
 phenylcarbonyl, phenyl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6-  
 30 membered heteroaryl-C<sub>1-3</sub>-alkylcarbonyl, 5- or 6- membered  
 heteroarylcarbonyl and -(CH<sub>2</sub>)<sub>n</sub>-C<sub>3-5</sub>-cycloalkyl optionally  
 substituted with C<sub>1-2</sub>-alkoxycarbonyl;

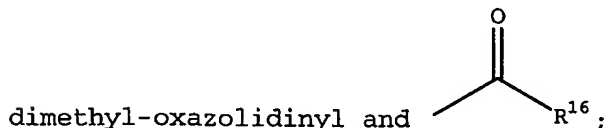


- 316 -

- wherein  $R^{20}$  is selected from H,  $C_{1-7}$ -alkyl,  $-(CH_2)_n$ - $C_{5-6}$ -cycloalkyl,  $-(CH_2)_n$ -5-6-membered heterocyclyl,  $C_{1-3}$ -alkylsulfonyl, amino- $C_{1-3}$ -alkyl and  $-(CH_2)_n$ -phenyl; alternatively  $R^{19}$  and  $R^{20}$  together with the nitrogen atom
- 5 form a 5-6 membered heterocyclyl ring;
- wherein  $R^{21}$  is selected from H,  $C_{1-3}$ -alkyl,  $C_{2-3}$ -alkenyl,  $C_{1-3}$ -alkylthio- $C_{1-3}$ -alkyl,  $C_{1-3}$ -alkylcarbonylamino- $C_{1-3}$ -alkyl, amino- $C_{1-3}$ -alkyl,  $-(CH_2)_n$ -[5- or 6- membered heterocyclyl],  $-(CH_2)_n$ - $C_{5-6}$ -cycloalkyl, and  $-(CH_2)_n$ -phenyl;
- 10 wherein  $R^{22}$  is selected from H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -[5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl; alternatively  $R^{21}$  and  $R^{22}$  together with the amide nitrogen atom form a 5-6 membered heterocyclyl ring;
- 15 wherein  $R^{23}$  is selected from H,  $C_{1-3}$ -alkyl,  $-(CH_2)_n$ - $C_{4-6}$ -cycloalkyl,  $-(CH_2)_n$ -[5- or 6- membered heterocyclyl] and  $-(CH_2)_n$ -phenyl;
- wherein phenyl and heterocyclyl are optionally substituted with one or more substituents selected from  $C_{1-2}$ -haloalkyl,  $C_{1-2}$ -alkyl,  $-(CH_2)_n$ - $C_{4-6}$ -cycloalkyl, chloro, fluoro,  $-OR^{17}$ ,  $-NR^{17}SO_2R^{17}$ ,  $-NR^{17}CO_2R^{17}$ ,  $-N(R^{17})_2$ , cyano,  $-COR^{17}$ ,  $-C(R^{17})_2N(R^{17})_2$ , nitro,  $-SO_2N(R^{17})_2$ ,  $-S(O)_mR^{17}$ , and  $C_{1-2}$ -haloalkoxy;
- and pharmaceutically-acceptable salts thereof.

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22. Compound of Claim 21 wherein  $R^{12}$  is selected from oxazolylpyridyl, 4-(N,N-dimethylamino)phenylmethyl, 2,2-



- wherein  $R^{13a}$  is selected from H, bromo and chloro;
- 30 wherein  $R^{13b}$  is H;
- wherein  $R^{14}$  is selected from N-pyrrolidinylcarbonyl, N-morpholinocarbonyl, N-piperidinylethylaminocarbonyl,

- 317 -

benzylaminocarbonyl, N-methyl-N-benzylaminocarbonyl,  
aminoethylaminocarbonyl, pyridylaminocarbonyl,  
methylthioethylaminocarbonyl,  
methylcarbonylaminoethylaminocarbonyl, 1-  
5 methylpyrrolidinylethylaminocarbonyl,  
phenethylaminocarbonyl, phenylaminocarbonyl,  
cyclohexylmethylaminocarbonyl, N-methyl-N-  
phenethylaminocarbonyl, N,N-dimethylaminocarbonyl, 4-  
chlorophenylmethylaminocarbonyl,  
10 phenoxyphenethylaminocarbonyl, allylaminocarbonyl, 4-  
methylpiperazinylcarbonyl, 4-acetylpiperazinylcarbonyl,  
isopropylaminocarbonyl,  
1- (N-cyclopropylmethylamino)ethyl, 1- (N-methyl-N-  
methylcarbonylamino)ethyl, 1- (N-isopropylamino)ethyl, 1-  
15 (N-isobutyl-N-methylamino)ethyl, N-cyclopropylmethyl-N-  
propylaminomethyl, N,N-dicyclopropylmethylaminomethyl, 1-  
(N-propyl-N-methylamino)ethyl, 1- (N-methyl-N-  
methylsulfonylamino)ethyl, triazolylmethyl, imidazol-1-  
ylmethyl, 2-isopropylimidazol-1-yl-methyl, 2-  
20 propylimidazol-1-yl-methyl, 2-oxo-pyrid-1-yl-methyl, 3-  
pyridyl-oxymethyl, 2-methylimidazol-1-yl-methyl,  
tetrazolylmethyl, 2,5-dimethylpyrrolidin-1-ylmethyl, 2-  
oxo-pyrrolidin-1-yl-methyl, 2-oxo-piperidin-1-yl-methyl,  
4,5-dihydro-2-oxo-oxazol-3-yl-methyl, pyrrolidin-1-  
25 ylmethyl, 2,6-dimethylpiperidin-1-ylmethyl, piperazin-1-  
yl-methyl, 4-methylpiperazin-1-yl-methyl, piperidin-1-yl-  
methyl, 1- (N-ethyl-N-methylamino)ethyl, 1- (N,N-  
dipropylamino)ethyl, 1- (N,N-diisopropylamino)ethyl, 1- (N-  
(1-ethoxycarbonyl)cycloprop-2-ylmethyl-N-  
30 methylamino)ethyl, 1- (N- (2-methylbutyl) -N-  
methylamino)ethyl, 1- (N- (4-  
methylcarbonylamino)phenyl)methyl-N-methylamino)ethyl, 1-  
(N-methylamino)ethyl, 1- (N,N-dimethylamino)ethyl, N,N-  
dimethylaminomethyl, N-cyclopropylmethyl-N-

- 318 -

methanolsulfonylaminomethyl, 1-(N-(3-thienyl)methyl-N-methylamino)ethyl, 1-(N-phenylmethoxyethyl-N-methylamino)ethyl, 1-(N-(2-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-pyridyl)methyl-N-methylamino)ethyl, 1-(N-(2-pyrrolidinyl)methyl-N-methylamino)ethyl, 1-(N-(3-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-(4-methoxyphenyl)methyl-N-methylamino)ethyl, 1-(N-benzyl-N-methylamino)ethyl, 1-(N-methyl-N-aminoethylamino)ethyl, 1-(N-cyclohexylmethyl-N-methylamino)ethyl, N,N-dimethylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl, N-(1-hydroxyethyl)-N-methylaminomethyl,

N-propyl-N-methylsulfonylamino, N-(methylsulfonyl)-N-propylamino, N-(methylsulfonyl)-N-cyclopropylmethylamino, N-(methylsulfonyl)-N-aminoethylamino, N-(methylsulfonyl)-N-(N',N'-dimethylaminoethyl)amino, N-(N',N'-diethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-dipropylaminoethyl)-N-methylsulfonylamino, N-(N',N'-diisobutylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di-tert-butylmethylaminoethyl)-N-methylsulfonylamino, N-(N',N'-di(cyclopropylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(2-furylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(3-thienylmethyl)aminoethyl)-N-methylsulfonylamino, N-(N',N'-di(benzyl)aminoethyl)-N-methylsulfonylamino, N-(methylsulfonyl)-N-isobutylamino, N-(methylsulfonyl)-N-methylamino, N-(methylsulfonyl)-N-phenethylamino, N-(methylsulfonyl)amino, N-(benzylsulfonyl)amino, N-(propylsulfonyl)amino, N-(phenylsulfonyl)amino, N-(methylsulfonyl)-N-phenylpropylamino,

thienylsulfonylamino, (2-nitrophenyl)methylsulfonylamino, (2,4,6-trimethylphenyl)sulfonylamino, (2-cyanophenyl)sulfonylamino,

- 319 -

N-methoxymethylcarbonyl-N-cyclopropylmethylamino, N-methylcarbonyl-N-cyclopropylmethylamino, N-phenylcarbonyl-N-cyclopropylmethylamino, N-(3-methoxyphenylcarbonyl-N-cyclopropylmethylamino, N-  
5 benzylcarbonyl-N-cyclopropylmethylamino, N-phenylethyl-N-cyclopropylmethylamino, N-(2-imidazolyl)-N-cyclopropylmethylamino, N-(4-methyl-5-imidazolyl)-N-cyclopropylmethylamino, N-(2-thienylmethyl)-N-cyclopropylmethylamino, N-(3-thienylmethyl)-N-cyclopropylmethylamino, N-(3-furylmethyl)-N-cyclopropylmethylamino, N-(4-imidazolyl)-N-cyclopropylmethylamino, N-cyclopentylcarbonyl-N-cyclopropylmethylamino, N-cyclohexylcarbonyl-N-cyclopropylmethylamino, N-methylthiopropyl-N-cyclopropylmethylamino, N-ethylcarbonyl-N-cyclopropylmethylamino, N-isopropylcarbonyl-N-cyclopropylmethylamino, N-isobutylcarbonyl-N-cyclopropylmethylamino, N-ethyl-N-cyclopropylmethylamino, N-isobutyl-N-cyclopropylmethylamino, N-cyclopropylcarbonyl-N-cyclopropylmethylamino, N,N-di(cyclopropylmethyl)amino,  
10 N-methoxymethylcarbonyl-N-aminoethylamino, N-ethylcarbonyl-N-aminoethylamino, N-isopropylcarbonyl-N-aminoethylamino, N-isobutylcarbonyl-N-aminoethylamino, N-tert-butylcarbonyl-N-aminoethylamino, N-propylcarbonyl-N-aminoethylamino, N-pentylcarbonyl-N-aminoethylamino, N-ethyl-N-aminoethylamino, N-propyl-N-aminoethylamino, N-cyclopropyl-N-aminoethylamino, N-cyclopropylmethyl-N-aminoethylamino, N-cyclobutylmethyl-N-aminoethylamino, N-butyl-N-aminoethylamino, N-pentyl-N-aminoethylamino, N-hexyl-N-aminoethylamino, N-heptyl-N-aminoethylamino, N-(3-ethylbutyl)-N-aminoethylamino, N-cyclohexylcarbonyl-N-aminoethylamino, N-phenylcarbonyl-N-aminoethylamino, N-(3-methoxyphenyl)carbonyl-N-aminoethylamino, N-

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- 320 -

benzylcarbonyl-N-aminoethylamino, N-phenylethylcarbonyl-N-aminoethylamino, N-pyridylcarbonyl-N-aminoethylamino, N-thienylmethyl-N-aminoethylamino, aminoethylamino, pyridylcarbonylamino, N-cyclopropylmethylamino, methylcarbonylamino, methoxycarbonylamino, trifluoromethyl, 2-hydroxyethyl, 1-hydroxyethyl, methylaminocarbonylamino, 1,1-dioxo-isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl and 3-methyl-2-oxo-imidazolin-1-yl;

5 wherein R<sup>15</sup> is H or trifluoromethyl;  
wherein R<sup>16</sup> is selected from N-(piperidylmethyl)amino, aminopropylamino, aminomethyl, aminoethyl, aminopropyl, N-methylaminomethyl, N-(4-chlorophenyl)aminoethyl, N-methylaminoethyl, N,N-dimethylaminoethyl, 2-aminoethyl, aminopropoxy, pyrrolidinylmethoxy, N-methylaminoethylamino, 3-aminocyclopentyl, 4-aminocyclohexyl, 1-aminocyclohexyl, 2-indolyl, octahydro-indolyl, 1-methylindol-2-yl, 3-pyridyl, 2-pyridyl, N-methylbenzopyrrolyl, 5-benzopyrrolyl, 2-benzofuran, benzodioxolyl, 2-benzothienyl, 4-imidazolylmethyl, 3-azetidiny optionally N-substituted with a substituent selected from methyl, ethyl, propyl, isopropyl, butyl, isobutyl, pentyl, cyclohexylmethyl and benzyl, 6-quinolyl, 2-quinolyl, 3-isoquinolyl, tetrahydroisoquinolyl, N-methylpyrrolidin-2-yl, pyrrolidin-2-yl, 5-oxopyrrolidin-2-yl, 3-phenylpyrrolidin-2-yl, (1-methyl-5-oxo-2-(pyridin-3-yl)-pyrrolidin-3-yl)methyl, thienyl, 4-piperidyl, 4-piperidylmethyl, N-methyl-4-piperidyl, N-methyl-2-piperidyl, N-ethyl-4-piperidyl, N-isobutyl-4-piperidyl, 3-piperidyl, 3-(aminomethyl)phenyl, 4-(trifluoromethyl)phenyl, 3-(trifluoromethyl)phenyl, 2-methylphenyl, 4-methoxyphenyl, 4-chlorophenyl, 3-chlorophenyl, 2-chlorophenyl, 3,4-dichlorophenyl, 4-

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- 321 -

fluorophenyl, 3-fluorophenyl, 2-aminophenyl, 3-aminophenyl, isopropyl, 4-chlorophenylmethyl, benzyl, phenyl-2-hydroxyethyl, 1-(amino)benzyl, 2-(1,2,3,4-tetrahydronaphthyl), naphthyl, (2-benzylamino)ethyl,  
5 imidazol-4-yl-(1-amino)ethyl, phenyl-1-(methylamino)ethyl and phenyl-1-(amino)ethyl;

wherein  $R^{17}$  is selected from H, methyl, ethyl, propyl, isopropyl, cyclopropyl, cyclopropylmethyl, cyclopentyl, cyclopentylmethyl, cyclohexyl, cyclohexylmethyl,  
10 phenylpropyl, phenylethyl, benzyl and phenyl;  
wherein  $R^{19}$  is selected from H, methyl, ethyl, propyl, isopropyl, isopentyl, 3-ethylbutyl, hydroxymethyl, hydroxyethyl, cyclopropylmethyl, 1-(ethoxycarbonyl)cycloprop-2-ylmethyl,  $R^{23}SO_2-$ ,  
15 aminomethyl, aminoethyl, dimethylaminoethyl, diethylaminoethyl, dipropylaminoethyl, di-isobutylaminoethyl, di-tert-butylmethylaminoethyl, furylmethylaminoethyl, thienylmethylaminoethyl, benzylaminoethyl, di(furylmethyl)aminoethyl,  
20 di(cyclopropylmethyl)aminoethyl, di(thienylmethyl)aminoethyl, di(benzyl)aminoethyl, phenylmethoxyethyl, pyridyloxymethyl, methylthiopropyl, methylcarbonyl, ethylcarbonyl, propylcarbonyl, isopropylcarbonyl, isobutylcarbonyl, tert-butylcarbonyl,  
25 pentylcarbonyl, cyclopentylcarbonyl, cyclopropylcarbonyl, cyclohexylcarbonyl, methoxycarbonyl, methoxymethylcarbonyl, ethoxycarbonyl, propoxycarbonyl, methylaminocarbonyl, ethylaminocarbonyl, propylaminocarbonyl, optionally substituted  
30 benzylcarbonyl, optionally substituted phenylethylcarbonyl, optionally substituted phenylcarbonyl and optionally substituted pyridylcarbonyl;

- 322 -

wherein R<sup>20</sup> is selected from H, methyl, ethyl, propyl, isopropyl, butyl, isobutyl, pentyl, hexyl, heptyl, cyclopropylmethyl, cyclobutylmethyl, cyclopentylmethyl, cyclohexylmethyl, cyclopropyl, cyclohexyl, methylsulfonyl, aminoethyl, optionally substituted phenyl, optionally substituted imidazolyl, optionally substituted thienylmethyl, optionally substituted furylmethyl, optionally substituted pyrrolidinylmethyl, optionally substituted pyridylmethyl, optionally substituted thienylmethyl, optionally substituted benzyl, optionally substituted phenylethyl and optionally substituted phenylpropyl;

alternatively R<sup>19</sup> and R<sup>20</sup> together with the nitrogen atom form a heterocyclic ring selected from triazolyl, tetrazolyl, 2-pyridone, oxo-pyrrolidinyl, 2-oxo-piperidinyl, 4,5-dihydro-2-oxo-oxazolyl, 1,1-dioxo-isothiazolidin-2-yl, 2-oxo-imidazolin-1-yl, 3-methyl-2-oxo-imidazolin-1-yl, piperidinyl optionally substituted with one or more substituents selected from methyl, ethyl, propyl, and isopropyl, piperazinyl optionally substituted with one or more substituents selected from methyl, ethyl, propyl, and isopropyl, imidazolyl optionally substituted with one or more substituents selected from methyl, ethyl, propyl, and isopropyl, and pyrrolidinyl optionally substituted with one or more substituents selected from methyl, ethyl, propyl, and isopropyl;

wherein R<sup>21</sup> is selected from H, methyl, ethyl, propyl, isopropyl, allyl, methylthioethyl, methylthiomethyl, methylcarbonylaminoethyl, methylcarbonylaminomethyl, aminomethyl, aminoethyl, 1-methylpyrrolidinylethyl, piperidinylethyl, pyridyl, cyclopentylmethyl,

- 323 -

cyclohexylmethyl, phenyl, 4-chlorophenylmethyl, 4-phenoxyphenylethyl, benzyl and phenylethyl;

wherein R<sup>22</sup> is H or methyl;

alternatively R<sup>21</sup> and R<sup>22</sup> together with the amide nitrogen

5 atom form a ring selected from pyrrolidinyl, morpholino, piperidinyl, piperazinyl, 4-acetylpiperazinyl and 4-methylpiperazinyl;

wherein R<sup>23</sup> is selected from H, methyl, ethyl, propyl,

optionally substituted thienyl, optionally substituted  
10 phenyl, optionally substituted benzyl, optionally substituted phenylethyl and optionally substituted phenylpropyl;

wherein phenyl and heterocyclyl are optionally substituted with one or more substituents selected from

15 trifluoromethyl, methyl, nitro, cyano, chloro, methoxy, phenoxy, acetyl, amino, dimethylamino and aminomethyl; and pharmaceutically-acceptable salts thereof.

23. A pharmaceutical composition comprising a  
20 pharmaceutically-acceptable carrier and a compound as in any of Claims 1-22.

24. A method of treating obesity in a subject, said method comprising administering an effective amount of a  
25 compound of Claims 1-22.

25. A method of treating diabetes mellitus in a subject, said method comprising administering an effective amount of a compound of Claims 1-22.

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26. A method of treating disorders related to activation of a G-protein coupled receptor, in a mammal, said method comprising administering an effective amount of a compound of Claims 1-22.



- 324 -

27. The method of Claim 26 wherein the receptor is a melanocortin receptor.

5           28. The method of Claim 27 wherein the melanocortin receptor is MC4R.

## INTERNATIONAL SEARCH REPORT

International Application No  
PCT/US 02/23926

## A. CLASSIFICATION OF SUBJECT MATTER

IPC 7 A61K31/495 C07D295/18 C07K5/078 C07K5/062 C07K5/065  
C07D487/08 A61P3/04 A61K31/496 A61K31/55 C07D205/04  
C07D211/60 C07D211/62 C07D317/68 C07D213/82 C07D213/81

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

IPC 7 C07K C07D

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

Electronic data base consulted during the international search (name of data base and, where practical, search terms used)

EPO-Internal, BEILSTEIN Data, CHEM ABS Data

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
Y	WO 99 64002 A (PATCHETT ARTHUR A ;PLOEG LEONARDUS H T V D (US); YE ZHIXIONG (US);) 16 December 1999 (1999-12-16) cited in the application examples page 14, line 10 - line 26; claim 1	1-28
Y	BARAKAT K J ET AL: "Synthesis and biological activities of phenyl piperazine-based peptidomimetic growth hormone secretagogues" BIOORGANIC & MEDICINAL CHEMISTRY LETTERS, OXFORD, GB, vol. 8, no. 11, 2 June 1998 (1998-06-02), pages 1431-1436, XP004137217 ISSN: 0960-894X	1-28
X	the whole document, particularly table 1	1-4, 23-28
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☒ Further documents are listed in the continuation of box C.

☒ Patent family members are listed in annex.

## \* Special categories of cited documents:

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- \*O\* document referring to an oral disclosure, use, exhibition or other means
- \*P\* document published prior to the international filing date but later than the priority date claimed

- \*T\* later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention
- \*X\* document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone
- \*Y\* document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art.
- \*G\* document member of the same patent family

Date of the actual completion of the international search

14 October 2002

Date of mailing of the international search report

22/10/2002

Name and mailing address of the ISA

European Patent Office, P.B. 5818 Patentlaan 2  
NL - 2280 HV Rijswijk  
Tel. (+31-70) 340-2040, Tx. 31 651 epo nl,  
Fax: (+31-70) 340-3016

Authorized officer

Seymour, L

## INTERNATIONAL SEARCH REPORT

National Application No

PCT/US 02/23926

## A. CLASSIFICATION OF SUBJECT MATTER

IPC 7 C07D215/48 C07D213/38 C07D207/09 C07D209/14 C07D217/14  
 C07D319/18 C07D207/08 C07D211/26 C07D217/06

According to International Patent Classification (IPC) or to both national classification and IPC

## B. FIELDS SEARCHED

Minimum documentation searched (classification system followed by classification symbols)

Documentation searched other than minimum documentation to the extent that such documents are included in the fields searched

Electronic data base consulted during the international search (name of data base and, where practical, search terms used)

## C. DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
X	WO 98 11128 A (EBERLEIN WOLFGANG ; ENTZEROTH MICHAEL (DE); HALLERMAYER GERHARD (DE) 19 March 1998 (1998-03-19) examples where A = A0 claims 1,9	1-28
X	WO 95 34311 A (PATCHETT ARTHUR A ; CHEN MENG HSIN (US); MERCK & CO INC (US); NARGU) 21 December 1995 (1995-12-21) examples page 48, line 16 - line 31; claim 1	1-19, 23-28
P, X	US 2002/091090 A1 (HAY BRUCE A ET AL) 11 July 2002 (2002-07-11) paragraph '0129!; claim 1; example 27 -/--	1-19, 23-28



Further documents are listed in the continuation of box C.



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\*L\* document which may throw doubts on priority claim(s) or which is cited to establish the publication date of another citation or other special reason (as specified)

\*O\* document referring to an oral disclosure, use, exhibition or other means

\*P\* document published prior to the international filing date but later than the priority date claimed

\*T\* later document published after the international filing date or priority date and not in conflict with the application but cited to understand the principle or theory underlying the invention

\*X\* document of particular relevance; the claimed invention cannot be considered novel or cannot be considered to involve an inventive step when the document is taken alone

\*Y\* document of particular relevance; the claimed invention cannot be considered to involve an inventive step when the document is combined with one or more other such documents, such combination being obvious to a person skilled in the art.

\*&amp;\* document member of the same patent family

Date of the actual completion of the international search

14 October 2002

Date of mailing of the international search report

Name and mailing address of the ISA

European Patent Office, P.B. 5818 Patentlaan 2  
 NL - 2280 HV Rijswijk  
 Tel. (+31-70) 340-2040, Tx. 31 651 epo nl,  
 Fax (+31-70) 340-3016

Authorized officer

Seymour, L

## INTERNATIONAL SEARCH REPORT

International Application No

PCT/US 02/23926

## C.(Continuation) DOCUMENTS CONSIDERED TO BE RELEVANT

Category *	Citation of document, with indication, where appropriate, of the relevant passages	Relevant to claim No.
E	WO 02 070511 A (RUEDIGER EDWARD H ;RUEL REJEAN (CA); THIBAUT CARL (CA); POINDEXTE) 12 September 2002 (2002-09-12) page 29, line 9 - line 13; claims 1,8; table 8	1-28
E	WO 02 059117 A (MANCOSO VINCENT ;MARTINELLI MICHAEL JOHN (US); ROTHHAAR ROGER RYAN) 1 August 2002 (2002-08-01) claims 1-33, examples page 47, line 5 - line 15	1-19, 23-28
E	WO 02 059108 A (MANCOSO VINCENT ;BIGGERS CHRISTOPHER KELLY (US); FISHER MATTHEW JO) 1 August 2002 (2002-08-01) the whole document	1-19, 23-28

# INTERNATIONAL SEARCH REPORT

International application No.  
PCT/US 02/23926

## Box I Observations where certain claims were found unsearchable (Continuation of item 1 of first sheet)

This International Search Report has not been established in respect of certain claims under Article 17(2)(a) for the following reasons:

1. ☒ Claims Nos.:  
because they relate to subject matter not required to be searched by this Authority, namely:  
  
Although claims 24-28 are directed to a method of treatment of the human/animal body, the search has been carried out and based on the alleged effects of the compound/composition.
2. ☒ Claims Nos.: 1-7,9-28 (all partially)  
because they relate to parts of the International Application that do not comply with the prescribed requirements to such an extent that no meaningful International Search can be carried out, specifically:  
see FURTHER INFORMATION sheet PCT/ISA/210
3. ☐ Claims Nos.:  
because they are dependent claims and are not drafted in accordance with the second and third sentences of Rule 6.4(a).

## Box II Observations where unity of invention is lacking (Continuation of item 2 of first sheet)

This International Searching Authority found multiple inventions in this International application, as follows:

1. ☐ As all required additional search fees were timely paid by the applicant, this International Search Report covers all searchable claims.
2. ☐ As all searchable claims could be searched without effort justifying an additional fee, this Authority did not invite payment of any additional fee.
3. ☐ As only some of the required additional search fees were timely paid by the applicant, this International Search Report covers only those claims for which fees were paid, specifically claims Nos.:
4. ☐ No required additional search fees were timely paid by the applicant. Consequently, this International Search Report is restricted to the invention first mentioned in the claims; it is covered by claims Nos.:

Remark on Protest

- ☐ The additional search fees were accompanied by the applicant's protest.
- ☐ No protest accompanied the payment of additional search fees.

## FURTHER INFORMATION CONTINUED FROM PCT/ISA/ 210

Continuation of Box I.2

Claims Nos.: 1-7,9-28 (all partially)

The initial phase of the search revealed a very large number of documents relevant to the issue of novelty. So many documents were retrieved that it is impossible to determine which parts of the claims may be said to define subject-matter for which protection might legitimately be sought (Article 6 PCT). For these reasons, a meaningful search over the whole breadth of the claims is impossible. Consequently, the structural search has been restricted to compounds according to claim 8, in which R is an ortho-substituted phenyl ring, k is 1 and R<sub>2</sub> is -C(O)R<sub>8</sub> where R<sub>8</sub> is a tetrahydroisoquinoline or azetidine ring.

The applicant's attention is drawn to the fact that claims, or parts of claims, relating to inventions in respect of which no international search report has been established need not be the subject of an international preliminary examination (Rule 66.1(e) PCT). The applicant is advised that the EPO policy when acting as an International Preliminary Examining Authority is normally not to carry out a preliminary examination on matter which has not been searched. This is the case irrespective of whether or not the claims are amended following receipt of the search report or during any Chapter II procedure.

# INTERNATIONAL SEARCH REPORT

Information on patent family members

International Application No

PCT/US 02/23926

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